

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

ATTORNEY MONTHLY FEE STATEMENT COVER SHEET
FOR THE PERIOD MARCH 1, 2023 THROUGH MARCH 31, 2023

In re BlockFi Inc., *et al.*¹

Applicant: Haynes and Boone, LLP

Case No. 22-19361 (MBK)

Client: Debtors and Debtors in Possession

Chapter 11

Case Filed: November 28, 2022

COMPLETION AND SIGNING OF THIS FORM CONSTITUTES A CERTIFICATION
UNDER PENALTY OF PERJURY PURSUANT TO 28 U.S.C. § 1746.

RETENTION ORDER ATTACHED.

/s/ Richard S. Kanowitz 4/26/2023
RICHARD S. KANOWITZ Date

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: BlockFi Inc. (0015); BlockFi Trading LLC (2487); BlockFi Lending LLC (5017); BlockFi Wallet LLC (3231); BlockFi Ventures LLC (9937); BlockFi International Ltd. (N/A); BlockFi Investment Products LLC (2422); BlockFi Services, Inc. (5965) and BlockFi Lending II LLC (0154). The location of the Debtors' service address is 201 Montgomery Street, Suite 263, Jersey City, NJ 07302.

SECTION I
FEE SUMMARY

Summary of Amounts Requested for the Period
March 1, 2023 through March 31, 2023 (the “Compensation Period”)

Fee Total	\$1,832,246.50
Less: 12.5% Agreed Discount	<u>\$229,030.86</u>
Total Fees Requested	\$1,603,215.64
Disbursements Total	<u>\$48,797.03</u>
Total Fees Plus Disbursements	\$1,652,012.67

Summary of Amounts Requested for Previous Periods

Total Previous Fees and Expenses Requested:	\$4,398,291.69
Total Fees and Expenses Allowed to Date:	\$0.00
Total Retainer Remaining:	\$750,000.00
Total Holdback:	\$868,773.45
Total Received by Applicant:	\$3,529,518.24

Name of Professional and Title	Year Admitted	Hours	Rate	Fee
Richard D. Anigian Partner	1985	100.2	\$1,200.00	\$120,240.00
Giorgio Bovenzi Partner	1988	0.9	\$1,250.00	\$1,125.00
Nick Bunch Partner	2005	1.5	\$900.00	\$1,350.00
Matt Ferris Partner	2004	102.2	\$1,000.00	\$102,200.00
Brad Foster Partner	1990	132.8	\$1,100.00	\$146,080.00
Matthew Frankle Partner	2000	64.2	\$1,150.00	\$73,830.00
Aimee Furness Partner	2000	140.2	\$1,000.00	\$140,200.00
Alexander Grishman Partner	2006	90.1	\$1,075.00	\$96,857.50
Erin Hennessy Partner	1996	3.6	\$1,000.00	\$3,600.00
Charlie M. Jones Partner	2008	100.4	\$1,000.00	\$100,400.00
Richard Kanowitz Partner	1992	274.9	\$1,400.00	\$384,860.00
Sam Lichtman Partner	2000	16.3	\$1,450.00	\$23,635.00
J. Frasher Murphy Partner	1999	27.2	\$1,100.00	\$29,920.00
Scott Thompson Partner	2012	8.8	\$840.00	\$7,392.00
Leslie C. Thorne Partner	2004	27.1	\$1,100.00	\$29,810.00
Craig S. Unterberg Partner	1998	3.4	\$1,400.00	\$4,760.00
Kourtney Lyda Counsel	1999	10.9	\$1,050.00	\$11,445.00
Ryan Paulsen Counsel	2007	9.9	\$850.00	\$8,415.00
Jarom Yates Counsel	2009	23.8	\$950.00	\$22,610.00
Kenneth K. Bezozo Senior Counsel	1980	0.7	\$1,500.00	\$1,050.00
Annie Allison Associate	2014	13.8	\$800.00	\$11,040.00

Name of Professional and Title	Year Admitted	Hours	Rate	Fee
Ben Breckler Associate	2020	1.3	\$680.00	\$884.00
Jordan Chavez Associate	2018	158.2	\$775.00	\$122,605.00
Daniel Collins Associate	2021	1.2	\$660.00	\$792.00
Katie Eissenstat Associate	2016	0.2	\$680.00	\$136.00
Carrington Giammittorio Associate	2016	7.8	\$850.00	\$6,630.00
Matt Howes Associate	2013	16.9	\$840.00	\$14,196.00
Alexandria Larkin Associate	2015	11.9	\$900.00	\$10,710.00
Sam Mallick Associate	2018	4.2	\$775.00	\$3,255.00
Joe Pinto Associate	2022	12.1	\$550.00	\$6,655.00
Alicia Pitts Associate	2019	39.1	\$730.00	\$28,543.00
Marco Pulido Associate	2015	1.1	\$795.00	\$874.50
Ian Schwartz Associate	2017	3.0	\$840.00	\$2,520.00
Re’Necia Sherald Associate	2020	34.2	\$630.00	\$21,546.00
Brian Singleterry Associate	2015	93.7	\$730.00	\$68,401.00
Lauren Sisson Associate	2018	132.9	\$710.00	\$94,359.00
David Staab Associate	2014	10.1	\$900.00	\$9,090.00
Tom Zavala Associate	2019	116.6	\$730.00	\$85,118.00
Kim Morzak Paralegal	N/A	41.7	\$525.00	\$21,892.50
Ken Rusinko Paralegal	N/A	6.6	\$525.00	\$3,465.00
Stacie Schmidt Professional Staff	N/A	0.2	\$300.00	\$60.00
Tiffany Thrasher Paralegal	N/A	0.4	\$450.00	\$9,200.00
Alecia Tipton Paralegal	N/A	23.0	\$400.00	\$180.00

Name of Professional and Title	Year Admitted	Hours	Rate	Fee
Michelle Wenckens Paralegal	N/A	0.7	\$450.00	\$315.00
TOTALS		1,870.00		\$1,832,246.50

SECTION II
SUMMARY OF SERVICES

Services Rendered	Hours	Fees
Asset Analysis	91.9	\$94,188.50
Bid Procedures & Sale Process	7.9	\$8,760.00
Avoidance Actions	.6	\$840.00
Business Operations	87.5	\$95,871.00
Case Administration	19.8	\$16,604.50
Claims Administration & Objections	12.2	\$11,419.00
Employee Issues & Related Matters	3.9	\$3,877.50
Fee/Employment Applications	63.2	\$51,595.00
Contested Matters	49.6	\$49,660.00
Plan & Disclosure Statement	47.3	\$46,788.00
General Litigation	115.6	\$106,567.00
Hearings and Court Matters	23.1	\$22,665.00
BlockFi Client Issues	1.5	\$1,800.00
Insurance & Surety Matters	18.8	\$21,385.00
Emergent Proceedings	361.4	\$330,128.00
Tax Matters	32.1	\$37,813.00
FTX/Alameda Proceedings	35.7	\$40,962.00
Travel Time	20.5	\$20,310.00
International Issues	13.7	\$17,950.00
Executory Contracts & Unexpired Leases	43.0	\$29,611.00
Discovery	68.5	\$86,761.00
Corporate Governance/Securities/Board Matters	27.6	\$34,190.50
Preparation of Motions, Applications & Other Pleadings	149.9	\$116,885.50
Reporting	6.7	\$6,880.00
Communications with Creditors	94.9	\$91,412.00
Trademark Issues	17.6	\$14,776.00
Core Scientific Issues	31.4	\$31,650.00
Class Action Lawsuits	424.1	\$440,897.00
SERVICES TOTALS		\$1,832,246.50
Less: 12.5% Agreed Discount		(\$229,030.86)
TOTAL REQUESTED FEES	1,870.0	\$1,603,215.64

SECTION III
SUMMARY OF DISBURSEMENTS

Disbursements	Amount
Federal Express	\$83.10
Filing Fee Expense	\$16,586.85
Hotel Expense	\$3,635.70
Lexis	\$255.83
Meals and Entertainment	\$4,501.62
Mileage	\$102.65
On-line Legal Research	\$68.25
Other Expense (CT Lien Solutions, PHV fees)	\$942.42
Pacer Service Center	\$39.60
Professional Service Expense	\$2,900.03
Transcripts and Tapes of Hearings	\$490.05
Travel Expense	\$4,164.22
Westlaw	\$14,966.73
Wire Transfer Fee	\$59.98
DISBURSEMENTS TOTAL	\$48,797.03

SECTION IV
CASE HISTORY

- (1) Date cases filed: November 28, 2022
- (2) Chapter under which case commenced: Chapter 11
- (3) Date of retention: January 25, 2023, *nunc pro tunc* to November 28, 2022. *See Exhibit A.*
If limit on number of hours or other limitations to retention, set forth: n/a
- (4) Summarize in brief the benefits to the estate and attach supplements as needed:²
 - (a) The Applicant prepared and filed several routine bankruptcy motions along with Debtor and industry-specific motions.
 - (b) The Applicant continued prosecuting and negotiating certain contested matters against Emergent and other parties related to the adversary proceeding pending in this Court – *In re BlockFi Inc., et al., v. Emergent Fidelity Technologies Ltd. et al.*, Case No. 22-01382 and the FTX and Emergent chapter 11 cases pending in Delaware.
 - (c) The Applicant continued coordination with the Department of Justice with respect to the shares at issue in the above-referenced adversary proceeding and FTX/Emergent chapter 11 cases.
 - (d) The Applicant continued prosecuting and negotiating certain contested matters against Core Scientific in Core’s pending chapter 11 case in the USBC:SDTX-22-90341.
 - (e) The Applicant assisted the Debtors and their other advisors with the marketing process for each of Debtors’ major asset packages, including their self-mining assets and customer platform.
 - (f) The Applicant continued coordination with the joint provisional liquidators of BlockFi International and its counsel in connection with that company’s wind-up petition pending in the Supreme Court of Bermuda.
 - (g) The Applicant negotiated with multiple governmental agencies, including the Department of Justice and state authorities, on the Debtors’ regulatory

² The following summary is intended to highlight the general categories of services the Applicant rendered on behalf of the Debtors and for the benefit of the estates; it is not intended to itemize each and every professional service which the Applicant performed.

requirements for continued operations, including the government's seizure warrants and licensing requirements.

- (h) The Applicant assisted the Debtors with conducting an extensive analysis of estate claims and causes of action and analyzed intercompany claims between Debtor entities.
- (i) The Applicant negotiated with various constituents, including, in several instances, the Office of the United States Trustee and counsel to the Official Committee of Unsecured Creditors (the "Committee") and Ad Hoc Group of Wallet Account Holders ("Ad Hoc Group"), in connection with the relief requested.
- (j) The Applicant participated in numerous and extensive formal and informal negotiations and discussions with the Debtors' other advisors, vendors, the Committee and Ad Hoc Group, and other parties in interest, including the Department of Justice, relating to the Debtors' Chapter 11 Cases and with regard to matters concerning the administration of the Debtors' estates, including but not limited to certain of the contested matters indicated herein.
- (k) The Applicant prepared for and prosecuted Adv. Pro. No. 23-01071 (*BlockFi Inc. v. Greene*) and Adv. Pro. No. 23-010708 (*BlockFi Int'l Ltd. v. Druk Holding and Investments Ltd.*).
- (l) The Applicant advised the Debtors with respect to exit strategies for the Chapter 11 Cases and participated in numerous and extensive formal and informal discussions and negotiations with the Debtors' other advisors, the Committee, and other creditors and ad hoc groups with respect to same.
- (m) The Applicant maintained extensive communication with the Debtors' large client base to answer inquiries related to the Chapter 11 Cases and claims process.
- (n) The Applicant rendered all other services set forth on the invoices attached hereto as **Exhibit B**.³

³ The invoices attached hereto as Exhibit B contain detailed descriptions of the services rendered and expenses incurred by the Applicant during the Compensation Period. These invoices have been redacted to protect attorney-client privileged communications, descriptions of attorney research, and attorney-created materials under the work-product doctrine.

(5) Anticipated distribution to creditors:

- (a) Administration expense: Unknown at this time.
- (b) Secured creditors: Unknown at this time.
- (c) Priority creditors: Unknown at this time.
- (d) General unsecured creditors: Unknown at this time.

(6) Final disposition of case and percentage of dividend paid to creditors: This is the fourth monthly fee statement. Final dividend percentages are unknown at this time.

Exhibit A

Retention Order



**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

Caption in Compliance with D.N.J. LBR 9004-1(b)

COLE SCHOTZ P.C.

Michael D. Sirota, Esq. (NJ Bar No. 014321986)
Warren A. Usatine, Esq. (NJ Bar No. 025881995)
Court Plaza North, 25 Main Street
Hackensack, New Jersey 07601
(201) 489-3000
msirota@coleschotz.com
wusatine@coleschotz.com

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP
Joshua A. Sussberg, P.C. (admitted *pro hac vice*)
Christine A. Okike, P.C. (admitted *pro hac vice*)
601 Lexington Avenue
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jsussberg@kirkland.com
christine.okike@kirkland.com

HAYNES AND BOONE, LLP

Richard S. Kanowitz, Esq. (NJ Bar No. 047911992)
Kenric D. Kattner, Esq. (admitted *pro hac vice*)
30 Rockefeller Plaza, 26th Floor
New York, New York 10112
(212) 659-7300
richard.kanowitz@haynesboone.com
kenric.kattner@haynesboone.com

Proposed Attorneys for Debtors and Debtors in Possession

In re:

BLOCKFI INC., *et al.*,

Debtors.¹

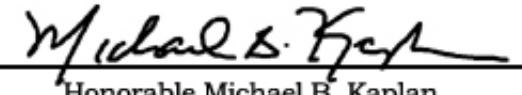
Chapter 11
Case No. 22-19361 (MBK)
(Jointly Administered)

**ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES
AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS
AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE**

The relief set forth on the following pages, numbered two (2) through seven (7) is

ORDERED.

DATED: January 24, 2023



Honorable Michael B. Kaplan
United States Bankruptcy Judge

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Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

Upon consideration of the application (the “Application”)¹ of BlockFi Inc. and its debtor affiliates, as debtors and debtors in possession in the above-captioned Chapter 11 Cases (collectively, the “Debtors”), pursuant to sections 327(a), 329, and 330 of the Bankruptcy Code, Bankruptcy Rule 2014, and Local Rule 2014-1, authorizing the Debtors to employ and retain Haynes and Boone, LLP (“Haynes and Boone”) as their bankruptcy co-counsel in these proceedings effective as of the Petition Date; and the Court having jurisdiction to decide the Application and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334 and the Standing Order of Reference to the Bankruptcy Court Under Title 11 of the United States District Court for the District of New Jersey, dated September 18, 2012 (Simandle, C.J.); and consideration of the Application and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and notice of the Application having been given as provided in the Application, and such notice having been adequate and appropriate under the circumstances; and it appearing that no other or further notice of the Application need be provided; and upon the Declarations of Richard Kanowitz, Esq. and Zachary Prince in support thereof; and the Court being satisfied that Haynes and Boone does not hold or represent any interest adverse to the Debtors, their estates, or their creditors, and is a disinterested person within the meaning of sections 327 and 101(14) of the Bankruptcy Code, and that said employment would be in the best interest of the Debtors and their respective estates, and that the legal and factual bases set forth in the Application establish just

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Application.

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Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

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cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Application is **GRANTED** to the extent set forth herein.

2. In accordance with sections 327(a), 329, and 330 of the Bankruptcy Code, the Debtors are hereby authorized and empowered to employ and retain Haynes and Boone as their bankruptcy co-counsel in these Chapter 11 Cases effective as of the Petition Date.

3. Any and all compensation to be paid to Haynes and Boone for services rendered on the Debtors' behalf shall be fixed by application to this Court in accordance with sections 330 and 331 of the Bankruptcy Code, such Federal Rules and Local Rules as may then be applicable, and any orders entered in these cases governing the compensation and reimbursement of professionals for services rendered and charges and disbursements incurred. Haynes and Boone also shall make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013 (the "U.S. Trustee Guidelines"), both in connection with the Application and the interim and final fee applications to be filed by Haynes and Boone in the Chapter 11 Cases.

4. The Debtors are authorized to take all actions necessary to carry out this Order.

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Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

5. In order to avoid any duplication of effort and provide services to the Debtors in the most efficient and cost-effective manner, Haynes and Boone shall coordinate with Cole Schotz, P.C., Kirkland & Ellis LLP, Kirkland & Ellis International LLP, and any additional firms the Debtors retain regarding their respective responsibilities in these Chapter 11 Cases. As such, Haynes and Boone shall use its best efforts to avoid duplication of services provided by any of the Debtors' other retained professionals in these Chapter 11 Cases.

6. Prior to applying any increases in its hourly rates beyond the rates set forth in the Application, Haynes and Boone shall provide ten (10) business days' prior notice of any such increases to the Debtors, the United States Trustee, and any official committee appointed in the Debtors' Chapter 11 Cases, which shall set forth the requested rate increase and explain the basis for the requested rate increase, and shall file such notice with the Court. All parties-in-interest retain all rights to object to any rate increase on all grounds, including the reasonableness standard set forth in section 330 of the Bankruptcy Code, and the Court retains the right to review any rate increase pursuant to section 330 of the Bankruptcy Code.

7. Haynes and Boone (i) shall only bill 50% for non-working travel; (ii) shall not seek the reimbursement of any fees or costs, including attorney fees and costs, arising from the defense of any of Haynes and Boone's fee applications in this case; (iii) shall use billing and expense categories that include those set forth in the US Trustee Guidelines (Exhibit D-1 "Summary of Compensation Requested by Project Category"); and (iv) shall provide any and all monthly fee

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Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

statements, interim fee applications, and final fee applications in “LEDES” format to the United States Trustee.

8. Upon entry of a Final Order on the Motion to Redact all Personally Identifiable Information [Docket No. 4] (the “Redaction Motion”), Haynes and Boone will disclose the information that the Court orders to be unredacted, if any, through a supplemental declaration. Further, if the Court denies the Motion to Seal Confidential Transaction Parties on the Retention Applications [Docket No. 127], Haynes and Boone will, through a supplemental declaration, disclose the identities of all counterparties that were filed under seal, and the connections of Haynes and Boone to such potential counterparties.

9. Notwithstanding anything in the Application or the Kanowitz Declarations to the contrary, Haynes and Boone shall seek reimbursement from the Debtors’ estates for its engagement-related expenses at the firm’s actual cost paid.

10. Notwithstanding anything in the Application and the Kanowitz Declarations to the contrary, Haynes and Boone shall (i) to the extent that Haynes and Boone uses the services of independent contractors (collectively, the “Contractors”) in these cases, pass through the cost of such Contractors at the same rate that Haynes and Boone pays the Contractors; (ii) seek reimbursement for actual costs only; (iii) ensure that the Contractors are subject to the same conflicts checks as required for Haynes and Boone; (iv) file with the Court such disclosures required by Bankruptcy Rule 2014; and (v) attach any such Contractor invoices to its monthly fee statements, interim fee applications and/or final fee applications filed in these Chapter 11 Cases.

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Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

11. Notwithstanding anything in the Application and Kanowitz Declarations to the contrary, all parties-in-interest reserve the right to object to any application for the payment of pre-petition fees to the extent those fees are not specifically related to the preparation and the filing of the Debtors' Chapter 11 Cases.

12. No agreement or understanding exists between Haynes and Boone and any other person, other than as permitted by Bankruptcy Code section 504, to share compensation received for services rendered in connection with these Chapter 11 Cases, nor shall Haynes and Boone share or agree to share compensation received for services rendered in connection with these Chapter 11 Cases with any other person other than as permitted by Bankruptcy Code section 504.

13. Notwithstanding anything to the contrary in the November 11, 2022 retainer agreement by and between the Debtors and Haynes and Boone, the \$750,000 retainer balance as of the petition date is a security retainer and may be held during the Chapter 11 Cases and applied upon order of the Court after approval of a final fee application.

14. Notwithstanding anything to the contrary in the November 11, 2022 retainer agreement by and between the Debtors and Haynes and Boone, during the pendency of these Chapter 11 Cases, any reference to arbitration shall not be applicable. The Court shall have exclusive jurisdiction over Haynes and Boone's engagement during the pendency of these Chapter 11 Cases.

15. Notwithstanding anything to the contrary in the November 11, 2022 retainer agreement by and between the Debtors and Haynes and Boone, during the pendency of these

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Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

Chapter 11 Cases, termination of Haynes and Boone will only be allowed upon entry of an Order by the Court.

16. The Debtors are authorized to take all actions necessary to carry out this Order.

17. To the extent the Application, the Kanowitz Declarations, or any engagement agreement pertaining to this retention is inconsistent with this Order, the terms of this Order shall govern.

18. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and/or enforcement of this Order.

Exhibit B

March 1, 2023 – March 31, 2023 Invoices

HAYNES BOONE

Invoice Number: 21585753
Invoice Date: April 24, 2023
Matter Name: Asset Analysis
Client/Matter Number: 0063320.00002
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$94,188.50
Adjustment (12.5% Discount)	\$ (11,773.56)
Total Adjusted Fees	\$82,414.94
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$82,414.94
Total Invoice Balance Due	USD \$82,414.94

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number 21585753 • Client Number 0063320.00002 • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585753
Matter Name: Asset Analysis
Client/Matter Number: 0063320.00002
Billing Attorney: Alexander Grishman

April 24, 2023
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For Professional Services Through March 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
03/01/23	Matt Ferris	Review and consideration of status of various pending loan settlement agreements and correspond with BlockFi team regarding same.	1.00
03/01/23	Matthew Frankle	Email responses to BlockFi regarding [REDACTED] loan payoffs.	0.20
03/01/23	Matthew Frankle	Responses to [REDACTED] counsel regarding payoff (.2); review of payoff timeline and responses to BlockFi on same (.2).	0.40
03/01/23	Matthew Frankle	Revisions to Purchase and Sale Agreement regarding [REDACTED].	0.30
03/01/23	Alexander Grishman	Review and provide comments to solvency analysis prepared by management (.8); review and provide comments to slide from credit and risk regarding [REDACTED] (1.1).	1.90
03/01/23	J. Frasher Murphy	Review and analysis of draft solvency analysis.	0.60
03/02/23	Matthew Frankle	Email response to Schjodt regarding KV machines.	0.20
03/02/23	Matthew Frankle	Preparation of termination notice and UCC review for [REDACTED].	0.50
03/02/23	Matthew Frankle	Call with BlockFi regarding Institutional Loan update.	0.50
03/02/23	Alexander Grishman	Attention to continued issues with solvency analysis.	1.10
03/02/23	Matt Howes	[REDACTED] - Draft Notice of Termination of Facility Agreement to Landlord.	0.60
03/02/23	Matt Howes	Review of [REDACTED] transaction documents and termination agreement to prepare UCC3 Termination.	0.40
03/03/23	Matt Ferris	Review and consideration of status and next steps with respect to pending and anticipated loan collection and other enforcement actions (.4); correspond with BlockFi team regarding same (.2); work on various mining loan collection/enforcement actions (.8).	1.40
03/03/23	Matthew Frankle	Review of [REDACTED] (.9); revisions to strict foreclosure agreement regarding [REDACTED] (.6).	1.50
03/03/23	Matthew Frankle	Draft and preparation of notice to [REDACTED] regarding wire instructions.	0.60
03/04/23	Matt Ferris	Work on various mining loan collection/enforcement actions.	1.10

Invoice Number: 21585753
 Matter Name: Asset Analysis
 Client/Matter Number: 0063320.00002
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 3 of 8

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/06/23	Matt Ferris	Review and consideration of status and next steps with respect to pending and anticipated loan collection actions and other exercise of remedies (.7); correspond with BlockFi team regarding same (.3).	1.00
03/06/23	Matthew Frankle	Call with BlockFi on JV interest and related loans.	1.00
03/06/23	Matthew Frankle	Call with BlockFi and Schjodt on Norwegian assets.	0.50
03/07/23	Matt Ferris	Consideration and development of strategy for collection of remaining mining loans.	0.60
03/07/23	Matt Ferris	Review and respond to correspondence from BlockFi team regarding pending and anticipated loan collection actions (.3); work on various mining loan collection/enforcement actions (.5).	0.80
03/07/23	Matthew Frankle	Call with M. Ferris on [REDACTED] demand letter.	0.20
03/07/23	Matthew Frankle	Review of Norwegian closing docs regarding [REDACTED]	0.70
03/07/23	Matthew Frankle	Meeting with BlockFi on strategy regarding [REDACTED]	2.00
03/07/23	Matthew Frankle	Discussion with M. Howes on [REDACTED] terminations and assignments.	0.40
03/07/23	Matthew Frankle	Review of landlord termination regarding [REDACTED]	0.20
03/07/23	Alexander Grishman	Attention to issues with potential [REDACTED] claims.	0.60
03/07/23	Matt Howes	Draft/revise Assignment and Assumption for [REDACTED] [REDACTED].	1.80
03/07/23	Matt Howes	Draft/revise Termination and Payoff Agreement for [REDACTED] [REDACTED]	1.10
03/07/23	Matt Howes	[REDACTED] of Termination Notice, prepare execution copy and correspondence with counsel for [REDACTED]	0.50
03/08/23	Matt Ferris	Review and respond to correspondence regarding status and next steps with respect to remaining mining loan sale/settlement transactions (.5); work on various mining loan collection/enforcement actions (.6); review and analysis of loan documents in connection with same (.5).	1.60
03/08/23	Matthew Frankle	Review and comments to Assignment Agreements regarding [REDACTED]	0.80
03/08/23	Matthew Frankle	Review of VAT advice from Norwegian counsel and responses to the same.	0.30
03/08/23	Matt Howes	Prepare forms for Notice of Termination and Notice of Assignment for [REDACTED] loans (1.7); review and revise Termination and Payoff Agreements and Assignment and Assumptions (.8).	2.50

Invoice Number: 21585753
 Matter Name: Asset Analysis
 Client/Matter Number: 0063320.00002
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 4 of 8

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/08/23	Jarom J Yates	Conversation with Mr. Ferris regarding [REDACTED] demand (.2); review [REDACTED] loan documents in connection with preparation of demand letter (.8); research various issues relating to demand (1.1); begin drafting demand letter (.5).	2.60
03/09/23	Matt Ferris	Correspond with BlockFi team regarding collection action against Druk (.3); draft demand letter to Druk (.4); review and revise complaint against Druk (.6).	1.30
03/09/23	Matt Ferris	Work on various mining loan collection/enforcement actions (.8); review and respond to correspondence from BlockFi team regarding same (.5); review and comment on revised drafts of loan payoff agreements (.3).	1.60
03/09/23	Matthew Frankle	Institutional loan call with BlockFi.	1.00
03/09/23	Matthew Frankle	Review of termination revisions for [REDACTED].	0.40
03/09/23	Matt Howes	Review and revise [REDACTED] Termination and Payoff Agreements (1.2) and Power Mining Beta Assignment and Assumption (1.4); correspondence with M. Ferris regarding same (.2).	2.80
03/09/23	Charlie M. Jones	Conference with Mr. Ferris regarding strategy related to collection of certain outstanding debts and legal proceedings related to same.	0.30
03/10/23	Matt Ferris	Review and consideration of status of pending loan settlement agreements and confer with Haynes Boone team regarding next steps.	0.50
03/10/23	Matt Howes	Review and revise Assignment and Assumption for [REDACTED] (.7); prepare execution version (.2); prepare draft of Assignment and Assumption for [REDACTED] (.6); call with M. Feast from [REDACTED] (.3).	1.80
03/12/23	Matt Ferris	Review correspondence with [REDACTED] regarding status of strict foreclosure agreement.	0.10
03/13/23	Matt Ferris	Review correspondence regarding [REDACTED] strict foreclosure and consideration of potential next steps with respect to same.	0.30
03/13/23	Matt Ferris	Work on various mining loan collection/enforcement actions (.5); review relevant loan documents in connection with same (.3); consideration and development of strategy with respect to pending and anticipated collection actions (.3).	1.10
03/13/23	Matthew Frankle	Review of settlement agreement from Schjodt regarding [REDACTED].	0.50
03/13/23	Matthew Frankle	Review and summary of rights under Loan and Pledge regarding JV.	0.40
03/13/23	Matthew Frankle	Discussions with M. Ferris on [REDACTED] recovery.	0.50
03/14/23	Matt Ferris	Review and respond to correspondence regarding [REDACTED] strict foreclosure agreement (.4); consideration of potential next steps with respect to same (.3).	0.70

Invoice Number: 21585753
 Matter Name: Asset Analysis
 Client/Matter Number: 0063320.00002
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 5 of 8

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/14/23	Matt Ferris	Consideration and development of strategy with respect to pending and anticipated collection actions (.6); review and revise [REDACTED] demand letter (.7); review executed [REDACTED] loan settlement and sale agreements and work on motion to approve loan sale agreements (.6).	1.90
03/14/23	Matthew Frankle	Review and interpretation of Hosting Agreement regarding return of deposit.	1.20
03/14/23	Matthew Frankle	Institutional loan call with BlockFi.	1.00
03/14/23	Matthew Frankle	Discussions with M. Howes on termination of [REDACTED].	0.20
03/14/23	Matthew Frankle	Review and comments on demand letter regarding parent guarantee.	0.60
03/14/23	Matt Howes	Review of [REDACTED] JV documentation and remedies under JV Loan Agreement.	1.80
03/14/23	Matt Howes	Review of [REDACTED] transaction documents.	0.90
03/15/23	Matt Ferris	Review and revise [REDACTED] demand letter and correspond with BlockFi team regarding same.	0.40
03/15/23	Matt Ferris	Review and consideration of status and next steps with respect to pending loan collection/enforcement actions (.5); correspond with BlockFi team regarding same (.3).	0.80
03/15/23	Matthew Frankle	Review of timeline from Moelis regarding [REDACTED] foreclosure.	0.20
03/15/23	Matthew Frankle	Review of final assignments regarding [REDACTED].	0.30
03/15/23	Matthew Frankle	Research of [REDACTED].	1.50
03/15/23	Matt Howes	Review of [REDACTED] JV documentation and remedies.	1.70
03/16/23	Matt Ferris	Review and consideration of status and next steps with respect to pending loan collection/enforcement actions (.3); correspond with BlockFi team regarding same (.2).	0.50
03/16/23	Matt Ferris	Review and consideration of status and next steps with respect to pending institutional loan workouts.	0.50
03/16/23	Matt Ferris	Further review and revise [REDACTED] demand letter and correspond with BlockFi team regarding same.	0.30
03/16/23	Matthew Frankle	Review of Demand Letter for [REDACTED].	0.30
03/16/23	Matthew Frankle	Participate on institutional loan call.	0.30
03/16/23	Matthew Frankle	Call with BlockFi regarding entering into post-petition agreements.	0.30
03/16/23	Matthew Frankle	Review of BlockFi email response to [REDACTED] regarding Strict Foreclosure Agreement.	0.20

Invoice Number: 21585753
Matter Name: Asset Analysis
Client/Matter Number: 0063320.00002
Billing Attorney: Alexander Grishman

April 24, 2023
Page 6 of 8

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/17/23	Jordan Chavez	Correspond with Mr. Shankweiler regarding waterfall analysis (.2); correspond with Ms. Gopalakrishna and Mr. Kanowitz regarding wires (.5).	0.70
03/17/23	Matt Ferris	Review and respond to correspondence from [REDACTED] regarding strict foreclosure agreement and revisions to same (.5); attention to matters regarding closing of strict foreclosure and next steps with respect to same (.5).	1.00
03/17/23	Matthew Frankle	Rewrites to Strict Foreclosure Agreement (.5); correspondence with [REDACTED] and BlockFi on contract interpretations (.4).	0.90
03/17/23	Matthew Frankle	Correspondence with [REDACTED] regarding wire instructions.	0.20
03/17/23	Matt Howes	Review and revise [REDACTED] Strict Foreclosure Agreement (.7); prepare execution version and circulate for signatures (.3).	1.00
03/17/23	J. Frasher Murphy	Review and analyze waterfall analysis materials.	0.70
03/20/23	Jordan Chavez	Correspond with Ms. Yudkin regarding retail loans.	0.20
03/20/23	Matthew Frankle	Call with BlockFi and local Norway counsel regarding [REDACTED].	0.50
03/20/23	Matthew Frankle	Responses to BlockFi regarding [REDACTED] machines.	0.20
03/20/23	Matthew Frankle	Review and comment on demand letter regarding [REDACTED]	0.90
03/20/23	Matthew Frankle	Correspondence with M. Ferris on open workstreams.	0.30
03/20/23	Alexander Grishman	Review FTX schedule of BlockFi security interests.	1.60
03/21/23	Matthew Frankle	Institutional loan call with BlockFi.	0.70
03/21/23	Matthew Frankle	Revisions to settlement agreement for [REDACTED]	0.60
03/22/23	Matt Ferris	Review and consideration of status and next steps with respect to pending loan collection/enforcement actions (.5); call with BlockFi team regarding same (.3).	0.80
03/22/23	Matthew Frankle	Response to inquiry on [REDACTED] Payoff.	0.20
03/22/23	Matthew Frankle	Strategy call for [REDACTED]	0.50
03/23/23	Matt Ferris	Work on loan collection/enforcement actions (1.4); confer with BlockFi and Haynes Boone teams regarding status and next steps with respect to same (.6).	2.00
03/23/23	J. Frasher Murphy	Review and draft revisions and inserts to draft waterfall report on Plan, assets, and claims (3.1); correspondence with BRG team regarding same (.3).	3.40
03/23/23	Tom Zavala	Draft response to counsel for retail borrower regarding return of collateral.	0.50

Invoice Number: 21585753
 Matter Name: Asset Analysis
 Client/Matter Number: 0063320.00002
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 7 of 8

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/24/23	Matthew Frankle	Review of [REDACTED] APA for response to BlockFi on VAT responsibility.	0.40
03/27/23	Matthew Frankle	Review of [REDACTED] termination agreement for additional closing deliveries.	0.20
03/28/23	Matt Ferris	Review and consideration of status and next steps with respect to various loan enforcement/collection actions and confer with Haynes Boone team regarding same (.7); work on drafting demand letters and adversary complaints in connection with same (1.1).	1.80
03/28/23	Matt Ferris	Review and analysis of potential claims and defenses related to unwinding of certain institutional loans (.8); correspond with BlockFi team regarding same and related matters (.6).	1.40
03/28/23	Matthew Frankle	Institutional loan call with BlockFi team.	1.00
03/28/23	Matthew Frankle	Call with M. Ferris on workstreams for recovery of assets.	0.40
03/28/23	Matthew Frankle	Review of [REDACTED] claim emails and liquidations.	0.40
03/28/23	J. Frasher Murphy	Analysis of issues regarding recovery waterfall and claims against other crypto estates.	0.40
03/29/23	Matt Ferris	Review and analysis of institutional loan unwind status and open issues and correspond with BlockFi team regarding same (1.2); consideration of status, open issues and next steps with respect to various loan enforcement/collection actions (1.0).	2.20
03/29/23	Matthew Frankle	Review of settlement proposals from [REDACTED]	0.40
03/29/23	Matthew Frankle	Review of [REDACTED] mgt fee arrangement and potential settlement.	0.50
03/30/23	Matt Ferris	Review and consideration of status, open issues and next steps with respect to various loan enforcement/collection actions.	0.90
03/30/23	Matt Ferris	Correspond with BlockFi and BRG teams regarding motion to sell certain institutional loans and declaration in support of same.	0.50
03/30/23	Matthew Frankle	Correspondence with [REDACTED] on assignment of [REDACTED].	0.20
03/30/23	Matthew Frankle	Conference call with J. Chu at BlockFi to review [REDACTED] loan documents.	1.70
03/30/23	Matthew Frankle	Initial review of [REDACTED] complaint.	0.30
03/31/23	Matt Ferris	Work on institutional loan collection actions.	1.10
03/31/23	Matt Ferris	Review and respond to correspondence regarding institutional loan portfolio status and open issues.	0.80
03/31/23	Matthew Frankle	Review of BKCoin proof of claim (.2); correspondence with BlockFi on BK amounts owed (.2).	0.40

Invoice Number: 21585753
Matter Name: Asset Analysis
Client/Matter Number: 0063320.00002
Billing Attorney: Alexander Grishman

April 24, 2023
Page 8 of 8

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/31/23	Matthew Frankle	Review of termination agreement for [REDACTED] (.2); related correspondence (.1).	0.30

Chargeable Hours 91.90

Total Fees	\$94,188.50
Adjustment (12.5% Discount)	\$ (11,773.56)
Total Adjusted Fees	\$82,414.94

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	5.20	\$1,075.00	\$5,590.00
Charlie M. Jones	0.30	\$1,000.00	\$300.00
J. Frasher Murphy	5.10	\$1,100.00	\$5,610.00
Matt Ferris	30.00	\$1,000.00	\$30,000.00
Matthew Frankle	30.40	\$1,150.00	\$34,960.00
Jordan Chavez	0.90	\$775.00	\$697.50
Matt Howes	16.90	\$840.00	\$14,196.00
Tom Zavala	0.50	\$730.00	\$365.00
Jarom J Yates	2.60	\$950.00	\$2,470.00

Total Professional Summary **\$94,188.50**

Total Fees, Expenses and Charges **\$82,414.94**

Total Amount Due **USD \$82,414.94**

HAYNES BOONE

Invoice Number: 21585752
Invoice Date: April 24, 2023
Matter Name: Bid Procedures & Sale Process
Client/Matter Number: 0063320.00003
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$8,760.00
Adjustment (12.5% Discount)	\$ (1,095.00)
Total Adjusted Fees	\$7,665.00
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$7,665.00
Total Invoice Balance Due	USD \$7,665.00

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number 21585752 • Client Number 0063320.00003 • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585752
Matter Name: Bid Procedures & Sale Process
Client/Matter Number: 0063320.00003
Billing Attorney: Alexander Grishman

April 24, 2023
Page 2 of 3

For Professional Services Through March 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/01/23	Matthew Frankle	Review of knowledge rep for machine APA (.2); discussions and explanation to BlockFi of same (.3).	0.50
03/01/23	Matthew Frankle	Responses to K&E regarding platform purchase APA.	0.40
03/01/23	Richard Kanowitz	Review and respond to emails from Moelis concerning auction summary and sale of mining assets.	0.40
03/02/23	Matthew Frankle	Email responses to K&E and Moelis regarding JV APA.	0.40
03/03/23	Matt Ferris	Review and respond to correspondence regarding status and next steps with respect to mining loan portfolio sales.	0.30
03/03/23	Matthew Frankle	Call with Moelis, K&E and BlockFi regarding potential JV sale.	0.50
03/07/23	Matt Ferris	Review and consideration of open issues with respect to mining loan portfolio sales (.3); review and respond to correspondence from BlockFi team regarding same (.2).	0.50
03/07/23	Matthew Frankle	Prepare summary of auction results and APA for L. Sisson.	0.20
03/17/23	Jordan Chavez	Correspond with Mr. Grishman, Mr. Kanowitz, Mr. Tichenor, and Mr. Petrie regarding sale process and plan sponsorship.	0.40
03/20/23	J. Frasher Murphy	Review and analysis of issues regarding hearing schedule and proposed amended sale deadlines.	0.40
03/21/23	Alexander Grishman	Attention to issues with sale process and emails with Moelis and K&E regarding same.	1.20
03/21/23	Richard Kanowitz	Review and respond to emails from Moelis concerning [REDACTED] bid for assets and related issues.	0.20
03/22/23	Matt Ferris	Review and revise draft of motion to approve sale of certain institutional loans.	0.90
03/22/23	Richard Kanowitz	Review and respond to emails from Moelis concerning potential bidder for platform sale transaction.	0.30
03/24/23	Matt Ferris	Review and comment on revised draft of motion to sell certain institutional loans (.6); correspond with BlockFi team regarding same (.3).	0.90
03/28/23	Richard Kanowitz	Prepare for and conduct conference call with [REDACTED], Moelis and advisors concerning sale process and purchase of claims.	0.40

Invoice Number: 21585752

Matter Name: Bid Procedures & Sale Process

Client/Matter Number: 0063320.00003

Billing Attorney: Alexander Grishman

April 24, 2023

Page 3 of 3

Chargeable Hours 7.90

Total Fees	\$8,760.00
Adjustment (12.5% Discount)	\$ (1,095.00)
Total Adjusted Fees	\$7,665.00

Timekeeper Summary

Timekeeper	Hours	Rate	Amount
Alexander Grishman	1.20	\$1,075.00	\$1,290.00
J. Frasher Murphy	0.40	\$1,100.00	\$440.00
Matt Ferris	2.60	\$1,000.00	\$2,600.00
Matthew Frankle	2.00	\$1,150.00	\$2,300.00
Richard Kanowitz	1.30	\$1,400.00	\$1,820.00
Jordan Chavez	0.40	\$775.00	\$310.00

Total Professional Summary	\$8,760.00
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Total Fees, Expenses and Charges	\$7,665.00
Total Amount Due	USD \$7,665.00

HAYNES BOONE

Invoice Number: 21585724
Invoice Date: April 24, 2023
Matter Name: Avoidance Actions
Client/Matter Number: 0063320.00004
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$840.00
Adjustment (12.5% Discount)	\$ (105.00)
Total Adjusted Fees	\$735.00
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$735.00
Total Invoice Balance Due	USD \$735.00

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21585724** • Client Number **0063320.00004** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585724
Matter Name: Avoidance Actions
Client/Matter Number: 0063320.00004
Billing Attorney: Alexander Grishman

April 24, 2023
Page 2 of 2

For Professional Services Through March 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/01/23	Richard Kanowitz	Prepare for and conduct conference call with BlockFi legal team and advisors on preference issues.	0.60

Chargeable Hours 0.60

Total Fees	\$840.00
Adjustment (12.5% Discount)	\$ (105.00)
Total Adjusted Fees	\$735.00

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Richard Kanowitz	0.60	\$1,400.00	\$840.00
Total Professional Summary			\$840.00

Total Fees, Expenses and Charges	\$735.00
Total Amount Due	USD \$735.00

HAYNES BOONE

Invoice Number: 21585751
Invoice Date: April 24, 2023
Matter Name: Business Operations
Client/Matter Number: 0063320.00005
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$95,871.00
Adjustment (12.5% Discount)	\$ (11,983.88)
Total Adjusted Fees	\$83,887.12
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$83,887.12
Total Invoice Balance Due	USD \$83,887.12

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21585751** • Client Number **0063320.00005** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585751
Matter Name: Business Operations
Client/Matter Number: 0063320.00005
Billing Attorney: Alexander Grishman

April 24, 2023
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For Professional Services Through March 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
03/01/23	Jordan Chavez	Review and analyze vendor considerations for claims process and correspond with Ms. Henry and Mr. Petrie regarding same (.4); summarize OCP procedures and correspond with Ms. Henry regarding same (.3).	0.70
03/02/23	Jordan Chavez	Correspond with Ms. Yudkin regarding OCP Payments (.1); review and summarize OCP fee statement procedures and correspond with Mr. Kanowitz and Ms. Morzak regarding same (.4).	0.50
03/03/23	Matthew Frankle	Request from BlockFi and response regarding [REDACTED] timeline.	0.20
03/03/23	Richard Kanowitz	Review and respond to emails from BRG, BlockFi legal and financial teams, UCC counsel and M3 concerning [REDACTED].	0.60
03/06/23	Jordan Chavez	Review, analyze, and summarize [REDACTED] response and correspond with Ms. Duhl regarding same.	0.40
03/07/23	Jordan Chavez	Correspond with Ms. Yudkin, Ms. Remington, and Mr. Nonoka regarding OCP payment procedures (.4); correspond with Mr. Niranjan regarding [REDACTED] update (.1).	0.50
03/08/23	Jordan Chavez	Correspond with Ms. Remington regarding Morris Nichols OCP procedures and payment (.3); correspond with Mr. Assefa, Mr. Rho, and Schjodt counsel regarding Schjodt OCP procedures and payment (.4).	0.70
03/08/23	Alexander Grishman	Review plan in Voyager case for discussions with client.	1.10
03/09/23	Matt Ferris	Review and consideration of LC matters and correspond with BlockFi team regarding same.	0.40
03/09/23	Alexander Grishman	Attention to requests for movement of cash held at Signature and SVB (1.2); review of escrow policies and proposed plan for BlockFi funds (1.0); review cash management order (.7).	2.90
03/09/23	Richard Kanowitz	Review and respond to emails to/from CRO and UCC counsel concerning [REDACTED].	0.80
03/09/23	Richard Kanowitz	Prepare for and conduct conference call with CRO and UCC counsel concerning banking relationships and related matters.	0.20
03/09/23	Richard Kanowitz	Prepare for and conduct conference call with CRO and BlockFi legal and financial teams concerning banking relationships and related matters.	0.60
03/09/23	Craig S. Unterberg	Review cash sweep agreement with SVB in connection with potential failure of SVB.	0.40

Invoice Number: 21585751
 Matter Name: Business Operations
 Client/Matter Number: 0063320.00005
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 3 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/09/23	Craig S. Unterberg	Correspondence on potential issues with respect to potential failure of SVB.	1.20
03/10/23	Jordan Chavez	Correspond with BlockFi legal, committee counsel, and Mr. Kanowitz regarding SVB and Signature Bank issues (2.4); correspond with Mr. Sandvik and Mr. Rho regarding Schjodt ordinary course professional payment procedures and invoicing (.3).	2.70
03/10/23	Matt Ferris	Review and respond to correspondence regarding deposit accounts, LCs, and related matters (.6); review the US Trustee's motion to enforce compliance with section 345 (.4).	1.00
03/10/23	Matthew Frankle	Review of deposit and sweep agreements with Silicon Valley Bank (2.3); research [REDACTED] (1.9); research [REDACTED] (1.0); review of Lockhart side letter and power agreement regarding termination of Power for JV (.6); call with BlockFi on related issues (.5); call with US trustee office, K&E and BlockFi on SVB issues (.4).	6.70
03/10/23	Alexander Grishman	Communications with BlockFi, BRG and K&E regarding Silicon Valley Bank (3.7); work on terms of escrow for BF funds (1.5); analysis of Silicon Valley Bank agreements (1.9); call with experts regarding FDIC process (1.8); draft responses to BlockFi questions regarding current cash situation and future cash needs (.5).	9.40
03/10/23	Richard Kanowitz	Conference call with CRO concerning SVB developments.	0.40
03/10/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning motion and pleadings filed by UST to enforce 345(b).	0.60
03/10/23	Richard Kanowitz	Review and respond to emails to/from CRO, CEO, COO and BlockFi legal and financial teams concerning banking relationships and related matters.	1.20
03/10/23	Richard Kanowitz	Prepare for and conduct conference call with UCC and UST concerning SVB developments.	0.80
03/10/23	Richard Kanowitz	Review and analyze motion and pleadings filed by UST to enforce 345(b).	1.60
03/10/23	Richard Kanowitz	Prepare for and conduct conference calls with CRO and UCC counsel concerning banking relationships and related matters.	0.90
03/10/23	Richard Kanowitz	Review and respond to emails to/from CRO, BlockFi legal and financial teams and UCC counsel concerning banking relationships and related matters.	1.30
03/10/23	J. Frasher Murphy	Review motion filed by UST regarding cash management (.3); review and analysis of issues concerning transfer of funds and approvals from JPLs regarding same (.3); analysis of issues regarding treasury management (.2).	0.80
03/10/23	Craig S. Unterberg	Correspondence on potential issues with respect to potential failure of SVB.	1.80

Invoice Number: 21585751
 Matter Name: Business Operations
 Client/Matter Number: 0063320.00005
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 4 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/11/23	Matt Ferris	Review correspondence regarding deposit accounts and related matters.	0.40
03/11/23	Alexander Grishman	Attend calls and review and respond to emails regarding SVB insolvency (3.8); review memos and write-ups on FDIC insolvency process regarding deposit cash and money market funds (2.4); call with Mr. Renzi and Mr. Cheela regarding status of accounts and dollars (.5).	6.70
03/11/23	Richard Kanowitz	Review and respond to questions from BlockFi legal and financial teams concerning [REDACTED].	1.60
03/11/23	Richard Kanowitz	Review and respond to demands for bank information from UST concerning SVB developments and BK section 345(b) motion.	0.90
03/11/23	Richard Kanowitz	Review and respond to emails to/from CRO and BlockFi legal and financial teams concerning [REDACTED].	1.20
03/12/23	Alexander Grishman	Attention to issues with Signature Bank and BlockFi inbound/outbound wires (1.5); attend to new requests from client regarding escrow of funds (2.4).	3.90
03/12/23	Richard Kanowitz	Review and respond to emails to/from CRO, BRG, BlockFi legal and financial teams concerning [REDACTED].	1.30
03/13/23	Alexander Grishman	Continued attention to issues with Silicon Valley Bank and available banking options for debtors.	2.30
03/14/23	Jordan Chavez	Correspond with Mr. Assefa regarding Foundry storage services and payments for same.	0.40
03/14/23	Matt Ferris	Review and analysis regarding hosting agreements and potential next steps with respect to same, and correspond with BlockFi team regarding same.	0.40
03/14/23	Matthew Frankle	Research on LoC regarding SVB failure and review of FDIC guidance.	0.70
03/14/23	J. Frasher Murphy	Review and analysis of issues regarding bank accounts and fund transfers.	0.40
03/14/23	J. Frasher Murphy	Analysis and strategy development regarding treasury management issues.	0.50
03/15/23	Alexander Grishman	Attention to question on reps and warranties in commercial contracts.	0.40
03/15/23	Richard Kanowitz	Prepare for and conduct conference call with BRG and Moelis on recent developments and chapter 11 case issues.	0.40
03/15/23	Richard Kanowitz	Review and respond to emails to/from UST, CRO, BRG and BlockFi legal and financial teams concerning banking relationships and related matters.	0.80
03/15/23	J. Frasher Murphy	Analysis of issues regarding Florida license and bonding concerns (.3); review communications with Florida regulators regarding same (.2).	0.50

Invoice Number: 21585751
 Matter Name: Business Operations
 Client/Matter Number: 0063320.00005
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 5 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/16/23	Jordan Chavez	Review and analyze Schjodt services and correspond with Mr. Rho and Mr. Larsen regarding payment of same (.4); review and analyze Morris Nichols invoices and correspond with Mr. Sponder, Ms. Bielske, Ms. Henry, and Ms. Remington regarding same (.4); correspond with Ms. Gopalakrishna regarding invalid wire transfers from account holders (.2).	1.00
03/16/23	Matt Ferris	Review and analysis of post-petition contract issues (.4); confer with Haynes Boone team regarding same (.3).	0.70
03/16/23	Alexander Grishman	Call with Mr. Rho to discuss new services contract with [REDACTED] (.5); call with client to discuss new services contracts and issues (.6); review new draft of [REDACTED] contract (1.2).	2.30
03/17/23	Jordan Chavez	Review and analyze proposed vendor payments and correspond with Ms. Henry and Mr. Assefa regarding same (.3); review, analyze, and circulate ordinary course professional invoices to committee counsel and trustee (.4).	0.70
03/17/23	Richard Kanowitz	Review and respond to emails to/from BRG concerning banking options and accounts established by company.	0.60
03/20/23	Jordan Chavez	Correspond with Ms. Gopalakrishna and Mr. Kanowitz regarding inbound wires.	0.50
03/20/23	Richard Kanowitz	Review and respond to emails to/from BlockFi financial and legal teams concerning [REDACTED]	0.30
03/20/23	J. Frasher Murphy	Review correspondence from Florida Office of Financial Regulation regarding license and bonding matters (.2); analysis of bonding issues regarding same (.4).	0.60
03/21/23	Jordan Chavez	Correspond with Ms. Gopalakrishna, Mr. Kanowitz, and Ms. Margolis regarding unreturned wires and review spreadsheet regarding same (1.1); correspond with BlockFi legal team and Mr. Kanowitz regarding case and business issues and strategy (.6).	1.70
03/21/23	Matthew Frankle	Review of asset management agreement precedents for JV.	1.80
03/21/23	Richard Kanowitz	Review and respond to emails to/from UST on UDAs and cash management issues.	0.20
03/21/23	J. Frasher Murphy	Analysis of treasury management issues.	0.40
03/21/23	Lauren Sisson	Review correspondence with U.S. Trustee on banking issues.	0.20
03/22/23	Jordan Chavez	Correspond with BlockFi team, trustee, and committee counsel regarding ordinary course professional invoices and fee caps.	0.60
03/22/23	Matthew Frankle	Revisions and review of management agreement.	1.50
03/22/23	Alexander Grishman	Respond to issues on new backup servicing agreement.	0.50

Invoice Number: 21585751
 Matter Name: Business Operations
 Client/Matter Number: 0063320.00005
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 6 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/22/23	Tom Zavala	Analyze [REDACTED] [REDACTED] and summarize findings for J. Chavez's review.	1.80
03/23/23	Jordan Chavez	Correspond with ordinary course professionals regarding invoicing and fee caps (.2); correspond with BlockFi legal and executive teams regarding [REDACTED] [REDACTED] (.5); review and analyze cap table and correspond with Ms. Liou regarding same (.3); review and revise Gunderson OCP paperwork and correspond with Mr. Potter and Ms. Liou regarding same (.4).	1.40
03/24/23	Alexander Grishman	Attention to issues with signatories for Coinbase collateral accounts.	0.60
03/25/23	Alexander Grishman	Review BRG presentation on cash management and bank accounts.	0.50
03/25/23	Richard Kanowitz	Review and respond to emails to/from UST on cash management and banking relationships to satisfy BK section 345.	0.30
03/27/23	J. Frasher Murphy	Review and analysis of updated treasury management information and movement of funds to authorized depository.	0.30
03/28/23	Jordan Chavez	Advise BlockFi team regarding unreturned and unfulfilled wires and correspond with committee counsel and Mr. Kanowitz regarding same.	1.20
03/29/23	Jordan Chavez	Correspond with BlockFi team regarding professional fee statements.	0.20
03/29/23	Matthew Frankle	Meeting with I. Schwartz to discuss management agreement and related precedents.	0.40
03/29/23	Richard Kanowitz	Review and respond emails to/from Webster Bank and BRG concerning UDA and banking issues for BlockFi.	0.40
03/29/23	Ian Schwartz	Meeting with M. Frankle to discuss management agreement (.1); review forms of asset management agreement and property management agreement, scope of work and existing JV agreement (.4).	0.50
03/30/23	Jordan Chavez	Review, revise, and finalize Gunderson OCP paperwork and correspond with Mr. Potter regarding same (.3); review and analyze correspondence from Scratch regarding administrative forbearance and correspond with Scratch team, Ms. Marquez, and Ms. Henry regarding same (.3).	0.60
03/31/23	Ian Schwartz	Draft asset management agreement.	2.50

Chargeable Hours 87.50

Total Fees	\$95,871.00
Adjustment (12.5% Discount)	\$ (11,983.88)
Total Adjusted Fees	\$83,887.12

Invoice Number: 21585751

Matter Name: Business Operations

Client/Matter Number: 0063320.00005

Billing Attorney: Alexander Grishman

April 24, 2023

Page 7 of 7

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	30.60	\$1,075.00	\$32,895.00
Craig S. Unterberg	3.40	\$1,400.00	\$4,760.00
J. Frasher Murphy	3.50	\$1,100.00	\$3,850.00
Matt Ferris	2.90	\$1,000.00	\$2,900.00
Matthew Frankle	11.30	\$1,150.00	\$12,995.00
Richard Kanowitz	17.00	\$1,400.00	\$23,800.00
Ian Schwartz	3.00	\$840.00	\$2,520.00
Jordan Chavez	13.80	\$775.00	\$10,695.00
Lauren Sisson	0.20	\$710.00	\$142.00
Tom Zavala	1.80	\$730.00	<u>\$1,314.00</u>
Total Professional Summary			\$95,871.00

Total Fees, Expenses and Charges **\$83,887.12**

Total Amount Due **USD \$83,887.12**

HAYNES BOONE

Invoice Number: 21585750
Invoice Date: April 24, 2023
Matter Name: Case Administration
Client/Matter Number: 0063320.00006
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$16,604.50
Adjustment (12.5% Discount)	\$ (2,075.56)
Total Adjusted Fees	\$14,528.94
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$14,528.94
Total Invoice Balance Due	USD \$14,528.94

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21585750** • Client Number **0063320.00006** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585750
 Matter Name: Case Administration
 Client/Matter Number: 0063320.00006
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 2 of 4

For Professional Services Through March 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/02/23	Jordan Chavez	Correspond with Mr. Jacobson and Ms. Hollander regarding equity holders.	0.30
03/02/23	J. Frasher Murphy	Review updated case docket report and recently filed pleadings and notices.	0.40
03/02/23	Tom Zavala	Attend weekly meeting with M3 and BRG.	0.40
03/07/23	Kimberly Morzak	Upload additional entered court orders to database.	0.10
03/08/23	Jordan Chavez	Correspond with Ms. Sisson regarding chapter 11 case summary and ongoing litigation.	0.50
03/08/23	Matt Ferris	Conference call with BRG and Moelis teams regarding case status, open issues and next steps.	1.00
03/09/23	Jordan Chavez	Discuss workstream coordination meeting with Mr. Petrie.	0.10
03/09/23	Matthew Frankle	Weekly meeting with UCC, BRG and M3.	0.70
03/09/23	Lauren Sisson	Participate in weekly call with BRG on case updates and issues.	1.20
03/10/23	Jordan Chavez	Correspond with Mr. Fox regarding upcoming hearings and notable meetings for BlockFi legal and executive team (.2); correspond with Kirkland team regarding March 13 hearing and workstream coordination (.4).	0.60
03/10/23	J. Frasher Murphy	Review updated case docket report and recently filed pleadings and case notices.	0.40
03/10/23	Lauren Sisson	Review and analyze UST motion to compel and related communications.	0.50
03/10/23	Lauren Sisson	Review recent media coverage from 3/6 to 3/10 in Lexis, Manzama, and C Street reports.	0.90
03/14/23	Kimberly Morzak	Upload entered orders into database (.2); update calendars with additional omnibus hearing dates and related deadlines (.5).	0.70
03/15/23	Matt Ferris	Attention to status of various work streams and confer with Haynes Boone team regarding same.	0.50
03/15/23	Tom Zavala	Attend workstreams call.	0.40
03/16/23	Jordan Chavez	Correspond with Kirkland team regarding workstream coordination.	0.30
03/16/23	Matthew Frankle	Weekly update meeting with BRG and UCC.	0.50

Invoice Number: 21585750
 Matter Name: Case Administration
 Client/Matter Number: 0063320.00006
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 3 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/16/23	Kimberly Morzak	Update database with entered orders.	0.10
03/16/23	Tom Zavala	Update workstream spreadsheet and attend Kirkland and HaynesBoone workstreams call.	0.40
03/17/23	Jordan Chavez	Correspond with Mr. Kanowitz and Ms. Sisson regarding upcoming hearing dates, deadlines, and motion preparation (.4); correspond with executive team regarding weekly meetings (.1).	0.50
03/17/23	Matthew Frankle	Draft of template NDA for use with [REDACTED].	0.40
03/17/23	Lauren Sisson	Attend Zoom meeting with R. Kanowitz and J. Chavez on current assignments and progress.	0.40
03/21/23	Matt Ferris	Review notice of amended sale and confirmation schedule and motion to extend exclusivity.	0.80
03/21/23	Matthew Frankle	Revisions and comments to NDA for [REDACTED].	1.20
03/21/23	Kimberly Morzak	Upload entered court orders to database (.1); update calendars with new hearings and related deadlines concerning the customer platform assets sale, disclosure statement approval and plan confirmation (.7).	0.80
03/22/23	J. Frasher Murphy	Review updated case docket report and recently filed pleadings.	0.30
03/23/23	Jordan Chavez	Correspond with Kirkland team regarding case strategy and workstream coordination.	0.50
03/23/23	Kimberly Morzak	Obtain check and correspondence to US District Court regarding PHV payment for Ms. Furness (.3); obtain check and correspondence to NJ Lawyers' Fund for Ms. Furness PHV payment (.4).	0.70
03/23/23	Lauren Sisson	Participate in Zoom call with Kirkland on workstreams.	0.30
03/24/23	Kimberly Morzak	Upload entered court orders into database.	0.20
03/28/23	Alexander Grishman	Review [REDACTED] (.4); attend call with [REDACTED] and Kirkland (.4).	0.80
03/29/23	J. Frasher Murphy	Review updated case docket report and recently filed pleadings and notices.	0.40
03/29/23	Kenneth J. Rusinko	Arrange for payment fees to New Jersey District Clerk and New Jersey Lawyers' Fund in connection with pro hac vice admission of M. Ferris involving preparation of transmittal letters, forms, and obtaining checks.	1.20
03/30/23	Tom Zavala	Attend workstreams call with Kirkland and HaynesBoone teams.	0.60
03/31/23	Alexander Grishman	Attention to request from JPL's regarding debtor cash in HaynesBoone trust account.	0.70

Invoice Number: 21585750
Matter Name: Case Administration
Client/Matter Number: 0063320.00006
Billing Attorney: Alexander Grishman

April 24, 2023
Page 4 of 4

Chargeable Hours 19.80

Total Fees	\$16,604.50
Adjustment (12.5% Discount)	\$ (2,075.56)
Total Adjusted Fees	\$14,528.94

Timekeeper Summary

Timekeeper	Hours	Rate	Amount
Alexander Grishman	1.50	\$1,075.00	\$1,612.50
J. Frasher Murphy	1.50	\$1,100.00	\$1,650.00
Matt Ferris	2.30	\$1,000.00	\$2,300.00
Matthew Frankle	2.80	\$1,150.00	\$3,220.00
Jordan Chavez	2.80	\$775.00	\$2,170.00
Lauren Sisson	3.30	\$710.00	\$2,343.00
Tom Zavala	1.80	\$730.00	\$1,314.00
Kenneth J. Rusinko	1.20	\$525.00	\$630.00
Kimberly Morzak	2.60	\$525.00	<u>\$1,365.00</u>

Total Professional Summary **\$16,604.50**

Total Fees, Expenses and Charges **\$14,528.94**

Total Amount Due **USD \$14,528.94**

HAYNES BOONE

Invoice Number: 21585749
Invoice Date: April 24, 2023
Matter Name: Claims Administration and Objections
Client/Matter Number: 0063320.00007
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$11,419.00
Adjustment (12.5% Discount)	\$ (1,427.38)
Total Adjusted Fees	\$9,991.62
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$9,991.62
Total Invoice Balance Due	USD \$9,991.62

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number 21585749 • Client Number 0063320.00007 • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585749

Matter Name: Claims Administration and Objections

Client/Matter Number: 0063320.00007

Billing Attorney: Alexander Grishman

April 24, 2023

Page 2 of 3

For Professional Services Through March 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/01/23	Richard Kanowitz	Review and respond to emails from UCC and BRG concerning claims objection motion.	0.60
03/01/23	Richard Kanowitz	Review and respond to emails concerning edits and modifications to objection to proofs of claim nos. 1649/1373.	0.30
03/01/23	Tom Zavala	Draft and revise omnibus objection to claims and follow-up email to claimant to request additional supporting docs.	0.80
03/02/23	ReNecia Sherald	Review claim objections (.2); receive and review correspondence regarding the same (.2).	0.40
03/02/23	Tom Zavala	Draft and revise omnibus objection (2.0); correspond with UCC, BRG and local counsel to coordinate review (.3), address comments (.3), and coordinate filing of same (.2).	2.80
03/03/23	Richard Kanowitz	Review, analyze and edit claim objection for claim nos. 1363, 1649 and 3217.	0.80
03/03/23	J. Frasher Murphy	Review and comment on revised draft of Claims Objection procedures (.4); analysis and strategy development regarding issues and potential objections raised by Debtors' insurers (.5).	0.90
03/03/23	Tom Zavala	Draft transmittal email to client inquiring regarding [REDACTED].	0.20
03/06/23	J. Frasher Murphy	Analysis of resolved and open issues regarding claims objection procedures.	0.40
03/07/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and UCC concerning revised form of order granting omnibus claim objection procedures.	0.30
03/13/23	Tom Zavala	Attend call with claimant regarding documentation to support his claim and Debtors' objection thereto.	0.30
03/14/23	Tom Zavala	Attend call with Kirkland team to divide creditor inquiries workstream (.4); work with Kroll to assist BlockFi client with claims portal access issue (.3).	0.70
03/17/23	Richard Kanowitz	Review and respond to emails to/from Ankura on claim process, class claim and related matters.	0.60
03/20/23	Tom Zavala	Draft revised notice of hearing regarding omnibus objection to claims and coordinate service of same.	0.80
03/27/23	Tom Zavala	Assist with drafting response to law firm requesting scheduled claim.	0.20

Invoice Number: 21585749

Matter Name: Claims Administration and Objections

Client/Matter Number: 0063320.00007

Billing Attorney: Alexander Grishman

April 24, 2023

Page 3 of 3

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/28/23	ReNecia Sherald	Correspond regarding bar date and proofs of claim.	0.90
03/30/23	Richard Kanowitz	Review and respond to emails to/from Reed Smith, Kroll and BlockFi legal team for sealed information.	0.60
03/30/23	Tom Zavala	Assist with creditor access issue.	0.20
03/31/23	Jordan Chavez	Correspond with Ms. Sisson and Mr. Kanowitz regarding claims register (.3); correspond with Mr. Petrie and Mr. Kanowitz regarding [REDACTED] (.1).	0.40

Chargeable Hours 12.20

Total Fees	\$11,419.00
Adjustment (12.5% Discount)	\$ (1,427.38)
Total Adjusted Fees	\$9,991.62

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
J. Frasher Murphy	1.30	\$1,100.00	\$1,430.00
Richard Kanowitz	3.20	\$1,400.00	\$4,480.00
Jordan Chavez	0.40	\$775.00	\$310.00
ReNecia Sherald	1.30	\$630.00	\$819.00
Tom Zavala	6.00	\$730.00	\$4,380.00

Total Professional Summary **\$11,419.00**

Total Fees, Expenses and Charges	\$9,991.62
Total Amount Due	USD \$9,991.62

HAYNES BOONE

Invoice Number: 21585748
Invoice Date: April 24, 2023
Matter Name: Employee Issues and Related Matters
Client/Matter Number: 0063320.00008
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$3,877.50
Adjustment (12.5% Discount)	\$ (484.69)
Total Adjusted Fees	\$3,392.81
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$3,392.81
Total Invoice Balance Due	USD \$3,392.81

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number 21585748 • Client Number 0063320.00008 • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585748

Matter Name: Employee Issues and Related Matters

Client/Matter Number: 0063320.00008

Billing Attorney: Alexander Grishman

April 24, 2023

Page 2 of 3

For Professional Services Through March 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/07/23	Richard Kanowitz	Prepare for and conduct conference call with Meg Crowell concerning [REDACTED]	0.60
03/16/23	Jordan Chavez	Review and analyze inquiries regarding Bermuda benefits plan and correspond with Mr. Murphy and Ms. Crowell regarding same.	0.30
03/16/23	J. Frasher Murphy	Review correspondence from PBGC and analyze issues regarding Bermuda pension plan.	0.40
03/21/23	Jordan Chavez	Correspond with Mr. Guerriero, Ms. Crowell, Mr. Murphy and Mr. Kanowitz regarding Bermuda pension plan.	0.30
03/21/23	J. Frasher Murphy	Review information regarding Bermuda pension plan (.3); analysis of issues regarding communications with PBGC (.2).	0.50
03/24/23	Jordan Chavez	Prepare for and present at executive team meeting and correspond with Ms. Crowell and Mr. Petrie regarding same (1.0); review and revise proof of claim indemnity form and correspond with Ms. Crowell and Ms. Okike regarding same (.5).	1.50
03/24/23	Richard Kanowitz	Prepare for and conduct conference call with Meg Crowell concerning [REDACTED] and related matters.	0.30

Chargeable Hours 3.90

Total Fees	\$3,877.50
Adjustment (12.5% Discount)	\$(484.69)
Total Adjusted Fees	\$3,392.81

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
J. Frasher Murphy	0.90	\$1,100.00	\$990.00
Richard Kanowitz	0.90	\$1,400.00	\$1,260.00
Jordan Chavez	2.10	\$775.00	\$1,627.50

Total Professional Summary **\$3,877.50**

Invoice Number: 21585748

Matter Name: Employee Issues and Related Matters

Client/Matter Number: 0063320.00008

Billing Attorney: Alexander Grishman

April 24, 2023

Page 3 of 3

Total Fees, Expenses and Charges \$3,392.81

Total Amount Due USD \$3,392.81

HAYNES BOONE

Invoice Number: 21585747
Invoice Date: April 24, 2023
Matter Name: Fee/Employment Applications
Client/Matter Number: 0063320.00009
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$51,595.00
Adjustment (12.5% Discount)	\$ (6,449.38)
Total Adjusted Fees	\$45,145.62
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$45,145.62
Total Invoice Balance Due	USD \$45,145.62

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number 21585747 • Client Number 0063320.00009 • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585747
 Matter Name: Fee/Employment Applications
 Client/Matter Number: 0063320.00009
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 2 of 5

For Professional Services Through March 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/01/23	Jordan Chavez	Review and analyze fee examiner pleadings in other cases and correspond with Cole Schotz, Kirkland, and HaynesBoone teams regarding same (2.0); review, analyze, and summarize supplemental retention declaration inquiries for trustee and correspond with Mr. Sponder and Mr. Grishman regarding same (.5).	2.50
03/01/23	Kimberly Morzak	Draft and revise Kanowitz third supplemental declaration in support of HaynesBoone retention.	1.70
03/02/23	Alexander Grishman	Review of materials for supplemental filings with court.	0.80
03/02/23	Kourtney Lyda	Work on and analysis of information for inclusion in Supplemental Declaration of Richard Kanowitz in Support of Haynes and Boone retention (1.2); confer with Alex Grishman and Charlie Jones regarding same (.2).	1.40
03/03/23	Kimberly Morzak	Begin reviewing February time entries to ensure compliance with US Trustee requirements (3.8); review OCP order and calendar quarterly deadlines for filing reports (.3).	4.10
03/07/23	Jordan Chavez	Correspond with Mr. Sponder, Ms. Yudkin, Mr. Petrie, Mr. Murphy, and Mr. Kanowitz regarding fee examiner (.6); correspond with Ms. Henry, Mr. Kanowitz, Mr. Yudkin, and Mr. Taylor regarding Cole Schotz and Walkers regarding fee processing (.5).	1.10
03/07/23	Alexander Grishman	Attention to issues with respect to proposed fee examiner.	0.50
03/07/23	Kimberly Morzak	Continue reviewing February invoices for compliance with U.S. Trustee guidelines.	3.20
03/07/23	J. Frasher Murphy	Analysis of issues and considerations regarding UST request for fee examiner.	0.40
03/08/23	Jordan Chavez	Correspond with Mr. Petrie and Mr. Kanowitz regarding fee examiner interviews.	0.30
03/08/23	Matthew Frankle	Address question from Schjodt on application of retainer and related emails.	0.20
03/08/23	Kourtney Lyda	Review ordinary course professionals information and respond to email regarding Schjodt invoices.	0.40
03/08/23	Kourtney Lyda	Review and revise documents in support of monthly fee statements.	2.50
03/08/23	Kimberly Morzak	Begin drafting third monthly fee and expense statement.	2.00

Invoice Number: 21585747
 Matter Name: Fee/Employment Applications
 Client/Matter Number: 0063320.00009
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 3 of 5

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/09/23	Jordan Chavez	Correspond with Mr. Petrie regarding fee examiner interviews.	0.10
03/09/23	Kourtney Lyda	Work on issues related to monthly fee statements.	2.00
03/10/23	Jordan Chavez	Correspond with Mr. Petrie and potential fee examiner.	1.00
03/10/23	Kimberly Morzak	Calendar deadlines for filing interim fee applications.	0.30
03/14/23	Richard Kanowitz	Review and analyze fee statements by UCC counsel Brown Rudnick and local counsel Genova Burns.	0.60
03/14/23	Kourtney Lyda	Work on issues related to Haynes and Boone's Second Monthly Fee Statement.	1.30
03/16/23	Jordan Chavez	Correspond with Ms. Rapoport, Mr. Petrie, and Mr. Kanowitz regarding fee examination role in case.	0.50
03/16/23	Alexander Grishman	Work on matters in furtherance of Haynes Boone's third monthly fee statement and confer with Kourtney Lyda regarding the same.	4.10
03/16/23	Kimberly Morzak	Review second interim fee statement and confer with Ms. Chavez regarding amount due to be paid.	0.20
03/17/23	Jordan Chavez	Correspond with BlockFi legal, Mr. Petrie, Mr. Kanowitz, and Mr. Aulet regarding fee examiner appointment.	0.40
03/18/23	Kourtney Lyda	Confer with BRG regarding Parties in Interest.	0.30
03/20/23	Richard D. Anigian	Work on redactions to fee statements.	2.40
03/20/23	Jordan Chavez	Correspond with Mr. Aulet, Mr. Petrie, and trustee's office regarding fee examiner.	0.30
03/20/23	Alexander Grishman	Review and revise exhibits to fee statement including review of redactions on contested matters.	1.60
03/20/23	Richard Kanowitz	Review and respond to emails from UCC concerning retention of M3 and resolution of UST objections	0.20
03/20/23	Kourtney Lyda	Review new additional information for Haynes and Boone' monthly fee statement and confer with Alex Grishman regarding same.	1.20
03/20/23	Kenneth J. Rusinko	Research regarding conflicts matters in response to Kirkland inquiry and advise K. Lyda.	0.60
03/21/23	Jordan Chavez	Correspond with Ms. Morzak regarding monthly fee statement.	0.10
03/21/23	Alexander Grishman	Review and provide responses to issues with Kanowitz supplemental declaration.	1.10

Invoice Number: 21585747
 Matter Name: Fee/Employment Applications
 Client/Matter Number: 0063320.00009
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 4 of 5

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/21/23	Richard Kanowitz	Review and respond to emails to UST concerning fee examiner proposal.	0.30
03/21/23	Kourtney Lyda	Work on issues related to Supplemental Declaration of Haynes and Boone's retention application and revise same.	1.00
03/22/23	Jordan Chavez	Correspond with Mr. Grishman, Ms. Lyda, and Ms. Morzak regarding supplemental retention declarations (.2); review and redact monthly fee statements and correspond with Ms. Morzak regarding same (1.2).	1.40
03/22/23	Alexander Grishman	Attention to new conflict checks regarding potential counterparties for claims/actions (.6); review and provide comments to third Kanowitz declaration (.8); attention to issues with UST questions regarding declaration and disclosures / redaction (.5).	1.90
03/22/23	Kourtney Lyda	Continue to work on supplemental disclosure in support of Haynes and Boone's retention and confer with Alex Grishman regarding same.	0.80
03/22/23	Kimberly Morzak	Confer with Ms. Lyda and Ms. Chavez regarding additional disclosures for Haynes Boone retention (.2); work on identifying redactions to time entries for third monthly fee statement (2.4); draft fee and expense statement (1.5).	4.10
03/23/23	Kimberly Morzak	Attend to redactions of invoices for third monthly fee statement.	2.90
03/24/23	Jordan Chavez	Review and revise third monthly fee statement and correspond with Ms. Morzak and Mr. Kanowitz regarding same.	1.10
03/24/23	Jordan Chavez	Correspond with trustee's office and Mr. Petrie regarding fee examiner and potential CPO appointment.	0.40
03/24/23	Richard Kanowitz	Review and edit monthly fee statement for HaynesBoone fees and expenses incurred in February 2023.	0.80
03/24/23	Kimberly Morzak	Finalize February fee and expense statement and assemble exhibits for same (1.6); communications with Cole Schotz regarding filing and service of same (.2).	1.80
03/27/23	Jordan Chavez	Correspond with Debtors' professionals teams regarding interim fee application.	0.20
03/28/23	Richard Kanowitz	Review and respond to emails from/to Brown Rudnick, Genova Burns and BlockFi financial team concerning submission of invoices and payment of professional fees.	0.60
03/28/23	Kimberly Morzak	Confer with Ms. Chavez regarding timing for filing initial interim fee application (.1); review sample forms from Cole Schotz (.4).	0.50
03/29/23	Richard Kanowitz	Review and analyze monthly fee statement for Brown Rudnick and Genova Burns.	0.40

Invoice Number: 21585747

Matter Name: Fee/Employment Applications

Client/Matter Number: 0063320.00009

Billing Attorney: Alexander Grishman

April 24, 2023

Page 5 of 5

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/30/23	Jordan Chavez	Correspond with Mr. Murphy, Mr. Peck, Mr. Kanowitz, Mr. Petrie, and Ms. Okike regarding fee examiner appointment.	0.40
03/30/23	Kimberly Morzak	Review forms from Cole Schotz in preparation for drafting first interim fee application.	0.60
03/30/23	J. Frasher Murphy	Analysis and consideration of issues regarding appointment of fee examiner.	0.40
03/31/23	Kimberly Morzak	Work on assembling data for exhibits to first interim fee application and prepare initial drafts of same.	4.20

Chargeable Hours 63.20

Total Fees	\$51,595.00
Adjustment (12.5% Discount)	\$ (6,449.38)
Total Adjusted Fees	\$45,145.62

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	10.00	\$1,075.00	\$10,750.00
J. Frasher Murphy	0.80	\$1,100.00	\$880.00
Matthew Frankle	0.20	\$1,150.00	\$230.00
Richard D. Anigian	2.40	\$1,200.00	\$2,880.00
Richard Kanowitz	2.90	\$1,400.00	\$4,060.00
Jordan Chavez	9.80	\$775.00	\$7,595.00
Kourtney Lyda	10.90	\$1,050.00	\$11,445.00
Kenneth J. Rusinko	0.60	\$525.00	\$315.00
Kimberly Morzak	25.60	\$525.00	\$13,440.00

Total Professional Summary **\$51,595.00**

Total Fees, Expenses and Charges **\$45,145.62**

Total Amount Due **USD \$45,145.62**

HAYNES BOONE

Invoice Number: 21585746
Invoice Date: April 24, 2023
Matter Name: Contested Matters
Client/Matter Number: 0063320.00012
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$49,660.00
Adjustment (12.5% Discount)	\$ (6,207.50)
Total Adjusted Fees	\$43,452.50
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$43,452.50
Total Invoice Balance Due	USD \$43,452.50

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number 21585746 • Client Number 0063320.00012 • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585746
Matter Name: Contested Matters
Client/Matter Number: 0063320.000012
Billing Attorney: Alexander Grishman

April 24, 2023
Page 2 of 6

For Professional Services Through March 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/01/23	Richard D. Anigian	Discussion regarding Government's position related to Washington Seizure Warrants (0.4); analysis of issues related to same (0.7).	1.10
03/01/23	Jordan Chavez	Review and revise [REDACTED] demand letter and correspond with Ms. Thorne and Mr. Kanowitz regarding same.	0.40
03/01/23	Charlie M. Jones	Prepare for and participate in conference call with Department of Justice attorneys regarding Washington state seizure warrants and related issues (0.9); analyze issues raised on same conference call and work on strategy concerning same issues (0.4).	1.30
03/01/23	ReNecia Sherald	Review [REDACTED] Demand Letter (.2); receive and review correspondence regarding the same (.2).	0.40
03/01/23	Leslie C. Thorne	Review and revise letter to [REDACTED] (0.7); further review [REDACTED] agreement in connection with same (0.3); review team revisions to letter and correspond regarding same (0.1).	1.10
03/02/23	Charlie M. Jones	Prepare for and participate in call with UCC concerning issues raised relative to government actions affecting bankruptcy cases.	0.60
03/02/23	Richard Kanowitz	Review and respond to emails to/from UST, UCC, Ad Hoc Group concerning potential resolution of PII redaction motion and motion to seal of counterparties.	0.90
03/02/23	Leslie C. Thorne	Revisions to [REDACTED] letter and correspondence regarding same (.2); confer with Mr. Kanowitz regarding [REDACTED] issues (.2); correspond with client regarding same (.1).	0.50
03/03/23	Richard D. Anigian	Analyze Mangano and Greene Complaints (.9); analysis of options and seeking stay in connection with same (.3); review indemnity request from Ms. Marquez regarding same (0.2); review Complaint for Turnover regarding Silvergate (.3); review indemnity request from Mr. Prince (.1).	1.80
03/03/23	Alexandra Larkin	Review and revise draft letter to [REDACTED] and email correspondence regarding same.	0.50
03/03/23	ReNecia Sherald	Review revised [REDACTED] demand letter (.5); receive and review correspondence regarding the same (.2).	0.70
03/03/23	Leslie C. Thorne	Correspond with Ms. Larkin regarding revisions to [REDACTED] letter (.1); further revise letter and send to client (0.4); send to [REDACTED] counsel (.1).	0.60
03/06/23	ReNecia Sherald	Receive and review [REDACTED] reply to BlockFi's January 2023 demand letter.	0.20

Invoice Number: 21585746
Matter Name: Contested Matters
Client/Matter Number: 0063320.000012
Billing Attorney: Alexander Grishman

April 24, 2023
Page 3 of 6

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/06/23	Leslie C. Thorne	Review [REDACTED] status and correspond with [REDACTED] counsel.	0.20
03/07/23	Jordan Chavez	Correspond with [REDACTED] counsel regarding collateral account dispute (.5); correspond with Mr. Ferris and Ms. Sisson regarding [REDACTED] research (.5).	1.00
03/07/23	Leslie C. Thorne	Prepare for and participate in call with [REDACTED] counsel.	0.60
03/09/23	Alexandra Larkin	Draft adversary complaint against [REDACTED].	4.10
03/09/23	Leslie C. Thorne	Review research and correspond regarding [REDACTED] (0.2); analyze issues for adversary complaint and correspond with team regarding same (0.6).	0.80
03/10/23	Leslie C. Thorne	Review and analyze [REDACTED] letter and supporting materials (.6); correspond with client and team regarding same (.1); correspond with opposing counsel (.1).	0.80
03/13/23	Alexandra Larkin	Discuss [REDACTED] with L. Thorne and continue to draft same.	2.90
03/13/23	Stacie Schmidt	Perform corporate research regarding [REDACTED].	0.20
03/13/23	Leslie C. Thorne	Confer and correspond with Ms. Larkin regarding preparation of [REDACTED] (0.3); review and analyze draft [REDACTED] in connection with same (.7); analyze [REDACTED] related to complaint (.1).	1.10
03/14/23	Leslie C. Thorne	Review and revise Complaint against [REDACTED].	1.60
03/15/23	Leslie C. Thorne	Correspond regarding turnover motion and adversary complaint (.1); correspond regarding [REDACTED] related to collateral account (.1).	0.20
03/16/23	Leslie C. Thorne	Investigate banking issues related to [REDACTED] (1); correspond with [REDACTED] counsel regarding same (.1).	0.20
03/17/23	Richard D. Anigian	Analysis regarding [REDACTED] and communications regarding same.	0.30
03/20/23	Richard D. Anigian	Communications regarding seizure warrant issues.	0.20
03/20/23	Richard Kanowitz	Review and respond to emails and voice mails concerning [REDACTED]	0.60
03/20/23	Leslie C. Thorne	Correspond with client and team regarding [REDACTED] (0.1); revise [REDACTED] motion (0.3); consider response to [REDACTED] (0.1).	0.50
03/20/23	Tom Zavala	Draft and revise transmittal email and wire instructions to Druk.	0.70
03/21/23	Richard D. Anigian	Communications regarding Washington seizure warrants.	0.20

Invoice Number: 21585746
 Matter Name: Contested Matters
 Client/Matter Number: 0063320.000012
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 4 of 6

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/21/23	Lauren Sisson	Review letter from pro se creditor regarding [REDACTED]	0.20
03/21/23	Leslie C. Thorne	Investigate [REDACTED] and correspond with client and opposing counsel regarding same (.3); review and revise turnover motion (.3).	0.60
03/22/23	Alexandra Larkin	Review documents regarding [REDACTED] and analyze same (1.6); email correspondence with L. Thorne regarding same (.2).	1.80
03/22/23	Lauren Sisson	Review and provide feedback on [REDACTED].	1.90
03/22/23	Leslie C. Thorne	Further review and revise turnover motion and suggested changes to Adversary Complaint (.8); correspond with team regarding suggested revisions (.1); review and analyze correspondence from [REDACTED] counsel regarding calculation of net fees (.1).	1.00
03/23/23	Richard Kanowitz	Review and edit motion [REDACTED] owed to BlockFi by [REDACTED]	0.60
03/23/23	Alexandra Larkin	Attention to [REDACTED] and email correspondence regarding same.	0.20
03/23/23	Leslie C. Thorne	Review and comment on new drafts of [REDACTED] motion and adversary complaint (.8); further investigate net fee issues concerning [REDACTED] (.3); review, comment on and approve pro hac motion (.1).	1.20
03/24/23	Alexandra Larkin	Draft summary of [REDACTED] for L. Thorne review.	0.40
03/27/23	Alexander Grishman	Review Protective Order for confidential information (.4); review email correspondence with Troutman regarding Wallet issues (.3).	0.70
03/27/23	Lauren Sisson	Review due diligence questions and responses and supporting documents.	1.90
03/27/23	Leslie C. Thorne	Correspond with [REDACTED] counsel (.1); assess [REDACTED] and correspond with team regarding same (.2); review materials in connection with hearing (.2).	0.50
03/28/23	Alexander Grishman	Review of letter from ad hoc committee of Collateralized Loan Account Holders (.8); Start research for response to issues raised by letter (1.8).	2.60
03/28/23	Richard Kanowitz	Review and respond to emails to/from Ad Hoc Group and 1031 Deferred concerning discovery and briefing schedule for contested hearing on wallet motion.	0.60
03/28/23	Alexandra Larkin	Analyze issues regarding [REDACTED] and email correspondence regarding same.	0.50
03/28/23	Leslie C. Thorne	Prepare for and participate in call on 30(b)(6) deposition (.5); review findings on [REDACTED] (.1).	0.60
03/28/23	Tiffany Thrasher	Communicate with international process server regarding service in Antigua (.2); receive, review and circulate proof of service (.2).	0.40

Invoice Number: 21585746
Matter Name: Contested Matters
Client/Matter Number: 0063320.000012
Billing Attorney: Alexander Grishman

April 24, 2023
Page 5 of 6

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/29/23	Richard D. Anigian	Complete work on draft letter to DOJ regarding [REDACTED].	0.70
03/29/23	Leslie C. Thorne	Review and comment on draft Stipulation (.2); correspond and confer with team regarding same (.1); prepare for call with [REDACTED] counsel (.2).	0.50
03/30/23	Alexander Grishman	Attention to issues related to retail loan agreements (.8); attention to JPL questions on [REDACTED] questions and discuss with Ms. Gopalakrishna (.9); review and provide comments to responsive filing to Ad Hoc Loan Committee (1.4).	3.10
03/30/23	Alexandra Larkin	Prepare for and attend call with [REDACTED] counsel regarding fees and collateral account (.5); summarize call for team (.6); prepare and send email to client regarding same (.4).	1.50
03/30/23	Leslie C. Thorne	Prepare for and participate in call with [REDACTED] counsel (.5); update client regarding [REDACTED] (.1); revise summary and plan of action and correspond with Ms. Larkin regarding same (.2).	0.80
03/31/23	Richard Kanowitz	Review and respond to emails from/to [REDACTED] and BlockFi legal team concerning [REDACTED]	0.30
03/31/23	Lauren Sisson	Review J. Chavez final draft of letter to loan holders and provide feedback/edits.	0.50
03/31/23	Leslie C. Thorne	Review and assess [REDACTED] settlement proposal (.1); correspond with client regarding same (.1).	0.20

Chargeable Hours 49.60

Total Fees	\$49,660.00
Adjustment (12.5% Discount)	\$ (6,207.50)
Total Adjusted Fees	\$43,452.50

Invoice Number: 21585746

Matter Name: Contested Matters

Client/Matter Number: 0063320.00012

Billing Attorney: Alexander Grishman

April 24, 2023

Page 6 of 6

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	6.40	\$1,075.00	\$6,880.00
Charlie M. Jones	1.90	\$1,000.00	\$1,900.00
Leslie C. Thorne	13.60	\$1,100.00	\$14,960.00
Richard D. Anigian	4.30	\$1,200.00	\$5,160.00
Richard Kanowitz	3.00	\$1,400.00	\$4,200.00
Alexandra Larkin	11.90	\$900.00	\$10,710.00
Jordan Chavez	1.40	\$775.00	\$1,085.00
Lauren Sisson	4.50	\$710.00	\$3,195.00
ReNecia Sherald	1.30	\$630.00	\$819.00
Tom Zavala	0.70	\$730.00	\$511.00
Tiffany Thrasher	0.40	\$450.00	\$180.00
Stacie Schmidt	0.20	\$300.00	\$60.00

Total Professional Summary **\$49,660.00**

Total Fees, Expenses and Charges **\$43,452.50**

Total Amount Due **USD \$43,452.50**

HAYNES BOONE

Invoice Number: 21585745
Invoice Date: April 24, 2023
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.00014
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$46,788.00
Adjustment (12.5% Discount)	\$ (5,848.50)
Total Adjusted Fees	\$40,939.50
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$40,939.50
Total Invoice Balance Due	USD \$40,939.50

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number 21585745 • Client Number 0063320.00014 • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585745
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.00014
Billing Attorney: Alexander Grishman

April 24, 2023
Page 2 of 5

For Professional Services Through March 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
03/01/23	Richard Kanowitz	Prepare for and conduct conference call with BlockFi legal team and advisors on [REDACTED].	0.80
03/01/23	ReNecia Sherald	Review BlockFi [REDACTED]	0.30
03/02/23	Alexander Grishman	Continue review Celsius filings for the [REDACTED] and consider concepts for BlockFi plan.	1.80
03/02/23	ReNecia Sherald	Review authorities on objections to plan exclusivity.	0.30
03/07/23	Lauren Sisson	Discussion with M. Crowell on [REDACTED] [REDACTED]	0.70
03/14/23	Richard Kanowitz	Conference calls with CEO, COO and BlockFi legal team concerning [REDACTED].	0.80
03/15/23	Richard Kanowitz	Prepare for and conduct conference call with BRG, BlockFi financial and legal teams concerning [REDACTED]	0.60
03/16/23	Jordan Chavez	Correspond with Mr. Kanowitz regarding plan deadlines and exclusivity extension	0.20
03/16/23	Richard Kanowitz	Review and respond to emails to/from BRG concerning plan projections and related matters.	0.40
03/20/23	Richard Kanowitz	Prepare for and conduct conference call with BRG and BlockFi legal and financial teams concerning [REDACTED] [REDACTED]	0.70
03/21/23	Richard Kanowitz	Review, analyze and comment upon draft of motion to extend exclusive periods for debtors.	0.80
03/22/23	Jordan Chavez	Correspond with Mr. Shankweiler, Mr. Kanowitz, Ms. Sisson, and BlockFi team regarding plan considerations and claim classification (2.0); correspond with Ms. Sisson, Mr. Kanowitz, and Mr. Frankle regarding [REDACTED] [REDACTED] research (.5); analyze [REDACTED] for loan claims and correspond with Mr. Shankweiler regarding same (.5).	3.00
03/22/23	Richard Kanowitz	Prepare for and conduct conference call with BRG, BlockFi legal and financial teams concerning [REDACTED] [REDACTED]	1.10
03/22/23	J. Frasher Murphy	Review and analysis of issues regarding exclusivity and requested extension of same.	0.50

Invoice Number: 21585745
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.000014
Billing Attorney: Alexander Grishman

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/22/23	Lauren Sisson	Analyze [REDACTED] settlement with debtor to determine treatment in Plan.	0.30
03/23/23	Jordan Chavez	Review and analyze plan summary and waterfall analysis and correspond with Mr. Kanowitz and Mr. Shankweiler regarding same.	1.50
03/23/23	Richard Kanowitz	Review and analyze waterfall analysis for Plan and Disclosure Statement.	1.60
03/23/23	Lauren Sisson	Analyze [REDACTED] settlement and treatment thereof (.2), research case law on 726/523 definitions of pecuniary loss (3.9).	4.10
03/23/23	Lauren Sisson	Review waterfall presentation from BRG.	0.40
03/24/23	Jordan Chavez	Correspond with Mr. Kanowitz and Ms. Henry regarding ACH reversal plan treatment.	0.50
03/24/23	Richard Kanowitz	Prepare for and conduct conference call with BRG and BlockFi legal and financial teams concerning [REDACTED] [REDACTED]	0.70
03/24/23	Richard Kanowitz	Review and analyze waterfall and wind down analysis prepared by BRG for Plan and Disclosure Statement.	1.20
03/24/23	J. Frasher Murphy	Review and analysis of recent case law concerning plan exculpation provisions.	0.60
03/24/23	J. Frasher Murphy	Review and analyze updated draft of waterfall and recovery analysis.	0.70
03/24/23	Lauren Sisson	Review updated Waterfall Workplan from BRG.	0.50
03/24/23	Lauren Sisson	Draft email to J. Chavez summarizing findings on [REDACTED] [REDACTED]	3.80
03/27/23	Jordan Chavez	Correspond with Ms. Henry and Mr. Kanowitz regarding [REDACTED] and effect on Plan treatment.	0.40
03/27/23	Matt Ferris	Review and consideration of case time line and correspondence regarding same (.3); review and consideration of status and next steps with respect to amended Plan (.5).	0.80
03/27/23	Richard Kanowitz	Prepare for and conduct conference call with BRG, Moelis, BlockFi legal and financial teams concerning [REDACTED] [REDACTED]	0.60
03/28/23	Jordan Chavez	Review and analyze research summary regarding [REDACTED] [REDACTED] and correspond with Ms. Sisson regarding same (1.0); correspond with Ms. Henry and Mr. Kanowitz regarding revisions to Plan (.6).	1.60
03/28/23	Matt Ferris	Review and consideration of claim administration and recovery matters for Disclosure Statement.	0.60

Invoice Number: 21585745
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.00014
Billing Attorney: Alexander Grishman

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/28/23	Richard Kanowitz	Review and analyze of cases and [REDACTED] and analyze potential impact for BlockFi's Plan and Disclosure Statement.	0.90
03/28/23	Richard Kanowitz	Review and analyze memo on [REDACTED].	0.60
03/28/23	Richard Kanowitz	Prepare for and conduct conference call with K. Aulet concerning plan and related case issues.	0.40
03/28/23	Lauren Sisson	Research [REDACTED] in regard to regulatory settlement (.7); send summary to J. Chavez for review (.1).	0.80
03/29/23	Jordan Chavez	Review and analyze updated waterfall analysis and correspond with Mr. Kanowitz and Ms. Henry regarding Plan terms (1.1).	1.10
03/29/23	Richard Kanowitz	Prepare for and conduct conference call with BRG, Moelis and BlockFi legal and financial teams concerning [REDACTED] [REDACTED]	0.70
03/29/23	Lauren Sisson	Conference call with Moelis, BRG, and client on [REDACTED] [REDACTED].	0.70
03/30/23	Jordan Chavez	Correspond with Ms. Henry, Mr. Petrie, Ms. Okike, and Mr. Ferris regarding Plan terms and related issues.	1.10
03/30/23	Matt Ferris	Review and analysis of various issues in connection with development and drafting of amended Plan (.6); multiple calls and emails with BlockFi, HaynesBoone and Kirkland teams regarding same (1.3); review and comment on recovery analysis (.5).	2.40
03/30/23	Alexander Grishman	Review BRG's initial scenarios for Plan of Reorganization.	0.50
03/30/23	J. Frasher Murphy	Review and analysis of Plan of Reorganization scenarios.	0.70
03/31/23	Jordan Chavez	Review and analyze plan recovery scenarios and correspond with Debtors' counsel and advisors regarding same (1.2); correspond with Ms. Henry and Mr. Kanowitz regarding in-kind recovery analysis and related issues (.9); correspond with Kirkland team regarding retail loan recovery (.2).	2.30
03/31/23	Richard Kanowitz	Review and analyze BRG presentation on Plan scenarios.	0.60
03/31/23	Richard Kanowitz	Prepare for and conduct conference call with BRG, Moelis, BlockFi legal and financial teams concerning liquidation analysis and key considerations for Plan of Reorganization.	0.70
03/31/23	J. Frasher Murphy	Prepare for and participate in conference call with BRG and company regarding plan of reorganization scenarios (.8); analysis of follow-up issues regarding scenarios and open issues (.4).	1.20
03/31/23	Lauren Sisson	Participate in Zoom call with BRG on waterfall analysis scenarios.	0.70

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Chargeable Hours 47.30

Total Fees	\$46,788.00
Adjustment (12.5% Discount)	\$ (5,848.50)
Total Adjusted Fees	\$40,939.50

Timekeeper Summary

Timekeeper	Hours	Rate	Amount
Alexander Grishman	2.30	\$1,075.00	\$2,472.50
J. Frasher Murphy	3.70	\$1,100.00	\$4,070.00
Matt Ferris	3.80	\$1,000.00	\$3,800.00
Richard Kanowitz	13.20	\$1,400.00	\$18,480.00
Jordan Chavez	11.70	\$775.00	\$9,067.50
Lauren Sisson	12.00	\$710.00	\$8,520.00
ReNecia Sherald	0.60	\$630.00	\$378.00

Total Professional Summary **\$46,788.00**

Total Fees, Expenses and Charges	\$40,939.50
Total Amount Due	USD \$40,939.50

HAYNES BOONE

Invoice Number: 21585744
Invoice Date: April 24, 2023
Matter Name: General Litigation
Client/Matter Number: 0063320.00016
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$106,567.00
Adjustment (12.5% Discount)	\$ (13,320.88)
Total Adjusted Fees	\$93,246.12
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$93,246.12
Total Invoice Balance Due	USD \$93,246.12

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number 21585744 • Client Number 0063320.00016 • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585744
Matter Name: General Litigation
Client/Matter Number: 0063320.000016
Billing Attorney: Alexander Grishman

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For Professional Services Through March 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
02/28/23	Michelle Wenckens	Finalize BlockFi's first quarterly report for filing; e-file and serve to court and all parties; related follow-up with Mr. Mesches and Mr. Pulido.	0.70
03/01/23	Richard Kanowitz	Review and respond to emails from DOJ on stipulation extending time for USA and its agencies to object to BlockFi discharge.	0.40
03/01/23	Richard Kanowitz	Prepare for and conduct conference call with DOJ on Seizure Warrants issued to BlockFi and FTX/Emergent case issues.	1.60
03/02/23	Richard D. Anigian	Review draft stipulation to extend time for Government to act and communications regarding same.	0.30
03/02/23	Richard Kanowitz	Review and respond to emails from special counsel concerning CDFPI suspension stipulation.	0.20
03/03/23	Richard Kanowitz	Review, analyze and edit proposed complaint and motion concerning [REDACTED]	0.40
03/03/23	Kimberly Morzak	Review BKCoin receivership matter for new filings.	0.20
03/06/23	Jordan Chavez	Review and analyze lawsuit and subpoena summaries and correspond with Mr. Zavala regarding same.	0.30
03/06/23	Richard Kanowitz	Review and respond to emails concerning [REDACTED] and BlockFi objections and responses thereto.	0.60
03/06/23	Richard Kanowitz	Review and respond to emails from BlockFi legal team and regulatory counsel concerning [REDACTED]	0.80
03/06/23	Marco Pulido	Draft and revise email relating to [REDACTED]	0.50
03/06/23	Lauren Sisson	Discuss current status of main case litigation as well as adversaries and Delaware litigation.	0.20
03/06/23	Lauren Sisson	Participate in team call on progress of reply in support of motion to dismiss, class action suits, and state regulatory issues.	0.30
03/06/23	Tom Zavala	Research and analyze [REDACTED] and summarize findings to assist D. Staab with [REDACTED].	3.70
03/07/23	Matt Ferris	Review BK Offshore SEC receivership documents and consideration of next steps with respect to claims against BK Offshore.	0.50

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/07/23	Matt Ferris	Call with BlockFi team regarding [REDACTED] (5); preliminary review and analysis of legal issues and authorities regarding same (.4).	0.90
03/07/23	Matt Ferris	Consideration and development of strategy for responding to [REDACTED]	0.30
03/07/23	Richard Kanowitz	Prepare for and conduct conference call with counsel for [REDACTED] concerning turnover of excess credit enhancement funds and related issues.	0.40
03/07/23	Richard Kanowitz	Prepare for and conduct conference call with BlockFi legal team and regulatory counsel [REDACTED]	0.90
03/07/23	Lauren Sisson	Attend call with M. Ferris and J. Chavez on research assignments for [REDACTED]	0.40
03/08/23	Jordan Chavez	Review, analyze, and summarize [REDACTED] and applicable caselaw on [REDACTED] with Mr. Ferris and Ms. Sisson regarding same.	3.40
03/08/23	Matt Ferris	Review and analysis of notice from [REDACTED] and related correspondence (.5); review request for hearing and related correspondence in connection with same (.1); review and analysis of legal issues and authorities regarding [REDACTED] action and development of strategy for responding to same (.6).	1.20
03/08/23	Lauren Sisson	Call with M. Ferris and J. Chavez to discuss status of research on [REDACTED]	0.30
03/09/23	Jordan Chavez	Correspond with BlockFi legal team and Mr. Nonoka regarding [REDACTED] (.5); review and analyze caselaw for incorporation into response letter to [REDACTED] (1.0).	1.50
03/09/23	Matt Ferris	Review and analysis of BK Offshore SEC receivership pleadings and consideration of next steps with respect to receivership action.	1.00
03/09/23	Matt Ferris	Review and respond to correspondence regarding [REDACTED]	0.40
03/09/23	Kimberly Morzak	Review BKCoin Florida receivership docket for updates and report to team regarding same (.2); review docket sheet for SEC v. BKCoin receivership action in SD FL and download/circulate key pleadings (.8).	1.00
03/09/23	Jarom J Yates	Review and analyze comments to complaint against borrower (.3); update and revise complaint (.8); identify outstanding issues to address in complaint (.3); further revisions to the complaint (.4).	1.80
03/10/23	Jordan Chavez	Correspond with Mr. Ferris and Ms. Sisson regarding [REDACTED]	0.50

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/10/23	Marco Pulido	Review and analyze status update filed by [REDACTED] in the California Court of Appeal.	0.10
03/11/23	Matt Ferris	Review and analysis of correspondence regarding CT Dept of Banking proceeding (.3); review and revise letter to CT Dept of Banking regarding same (.8).	1.10
03/12/23	Jordan Chavez	Review and analyze caselaw for incorporation into letter to Connecticut (1.5); review and revise draft letter to Connecticut and correspond with Mr. Ferris and Ms. Sisson regarding same (1.0).	2.50
03/13/23	Jordan Chavez	Review and revise letter to Connecticut Banking and correspond with Mr. Nonoka, Ms. Sisson, Mr. Ferris, Mr. Kanowitz, and BlockFi legal regarding same.	3.20
03/13/23	Matt Ferris	Review correspondence regarding state regulatory matters (.2); review and analysis of [REDACTED] and consideration of next steps with respect to same (.5); review and revise response letter to Connecticut Dept of Banking (.5).	1.20
03/13/23	Matt Ferris	Correspond with BlockFi team regarding complaint against Druk and next steps with respect to same (.5); review and revise complaint and related demand letter to Druk (.6); correspond with BFI JPLs and Walkers team regarding same (.2); review and finalize demand letter (.4).	1.70
03/13/23	Marco Pulido	Review and respond to emails regarding status updates to the Court of Appeals.	0.20
03/13/23	Tom Zavala	Draft and revise Druk demand letter and related Complaint.	1.60
03/14/23	Matt Ferris	Review and consideration of matters regarding BK Offshore receivership proceeding.	0.40
03/14/23	Matt Ferris	Correspond with BlockFi and JPL teams regarding complaint against and related demand letter to Druk (.6); review, revise and finalize complaint and related demand letter to Druk (.5); review transmittal to Druk and correspond with BlockFi and JPL teams regarding follow up matters related to same (.5).	1.60
03/14/23	Matt Ferris	Review revised draft of letter to CT Dept of Banking and correspondence with BlockFi team regarding same.	0.30
03/14/23	Richard Kanowitz	Review, analyze and edit BlockFi response to State of Connecticut concerning termination of monetary transmission license and levy of fines and penalties in violation of [REDACTED]	0.60
03/14/23	Jarom J Yates	Research issues relating to [REDACTED] (.6); finish preparation of initial draft of demand to defaulted borrower (2.2); review and revise based on comments from Mr. Frankle and Mr. Ferris (.5).	3.30

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/14/23	Tom Zavala	Draft and revise demand letter and send to Druk.	0.60
03/15/23	Matt Ferris	Review and revise complaint against Druk (.5); correspond with BlockFi and JPL teams regarding Druk (.4).	0.90
03/15/23	Charlie M. Jones	Review, edit, and comment on draft adversary complaint regarding collection of outstanding debts from Druk Holding and Investments.	1.20
03/15/23	Lauren Sisson	Participate in call with J. Chavez, R. Sherald, and T. Zavala on current BlockFi workstreams and progress on assignments.	0.50
03/16/23	Matt Ferris	Further review and revise complaint against Druk.	0.40
03/16/23	Lauren Sisson	Begin drafting confidentiality agreement for circulation to [REDACTED].	0.80
03/17/23	Matt Ferris	Review and respond to correspondence from Druk regarding demand for payment of deficiency (.6); review, finalize and work on preparation for filing complaint against Druk (1.2); correspond with BlockFi, Walkers and JPL teams regarding same (.5); review and consideration of confidentiality and sealing issues related to complaint and correspond with BlockFi team regarding same (.4).	2.70
03/17/23	Matthew Frankle	Review of MDCLA regarding Druk for confidentiality provision.	0.30
03/17/23	Kimberly Morzak	Research BKCoin receivership docket for case pending in Dade County and circulate new filings (.2); research BKCoin receivership action in SD FL district court and download recent relevant filings (.4).	0.60
03/17/23	Marco Pulido	Review and draft emails regarding California Supreme Court order in Gerro case denying motion to resume review of case.	0.30
03/17/23	Lauren Sisson	Correspond with J. Chavez on discussion with [REDACTED] about parameters of agreement (.3); continue drafting confidentiality agreement governing [REDACTED] (3.7); review [REDACTED] draft from M. Frankle for relevant language for same (.7).	4.70
03/17/23	Jarom J Yates	Review and revise adversary complaint against borrower (.5); communicate with local counsel regarding filing issues (.2); further revisions to draft complaint (.2); review and revise demand letter to defaulted borrower (.7); prepare communication to BlockFi team regarding [REDACTED] (.5).	2.10
03/17/23	Tom Zavala	Draft transmittal emails to Druk and correspond with client regarding same.	0.80
03/18/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team and BlockFi regulatory counsel concerning [REDACTED].	0.80

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/18/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team and special counsel concerning [REDACTED] [REDACTED]	0.60
03/19/23	Lauren Sisson	Finish first draft of confidentiality agreement for ad hoc committee loan account holders (.7); send to J. Chavez for review (.1).	1.80
03/20/23	Matt Ferris	Correspond with BlockFi, Walkers and JPL teams regarding [REDACTED] (.5); review and revise Druk complaint (1.3); draft responsive correspondence to Druk (.3); review and consideration of status and next steps with respect to [REDACTED] [REDACTED] and confer with BlockFi team regarding same (1.2).	3.30
03/20/23	Matthew Frankle	Review of Druk complaint.	1.10
03/20/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal concerning [REDACTED] [REDACTED]	0.30
03/20/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team concerning [REDACTED] [REDACTED]	0.40
03/20/23	Lauren Sisson	Complete research on [REDACTED].	2.90
03/20/23	Jarom J Yates	Further revisions to adversary complaint against defaulted borrower (.8); communicate with Kirkland team regarding complaint draft (.1).	0.90
03/21/23	Matt Ferris	Work on finalizing Druk complaint (.7); correspond with BlockFi team regarding [REDACTED] (.5); review and comment on motion to file Druk MDCLA under seal (.4).	1.60
03/21/23	Richard Kanowitz	Review and respond to emails from special counsel and BlockFi legal and financial teams concerning [REDACTED].	0.60
03/21/23	Lauren Sisson	Review edits from J. Chavez on ad hoc loan holders confidentiality agreement (.4); send back to J. Chavez as new version (.1).	0.50
03/21/23	Jarom J Yates	Communicate with local counsel regarding filing issues and motion to seal (.1); communicate with Mr. Ferris regarding same (.1); prepare draft motion to seal (3.3); communicate with local counsel regarding draft motion to seal (.1); further revisions to motion to seal (.2); communicate with client regarding motion to seal (.1); follow up communications with local counsel (.1).	4.00
03/22/23	Jordan Chavez	Correspond with BlockFi legal and Mr. Nonoka regarding [REDACTED] [REDACTED]	0.30
03/22/23	Matt Ferris	Review and consideration of claims against BK Offshore and related receivership proceeding matters (.7); confer with Haynes Boone team regarding same (.3).	1.00

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Matter Name: General Litigation
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/22/23	Matt Ferris	Attention to filing of Druk complaint and correspond with BlockFi team regarding [REDACTED].	0.60
03/22/23	Brad Foster	Review key pleadings and orders in BKCoin SEC receivership action (2.3); telephone conference and email correspondence with co-counsel (0.2).	2.50
03/22/23	Matthew Frankle	Revisions to Druk complaint.	0.80
03/22/23	Kimberly Morzak	Research to determine that [REDACTED] [REDACTED]	0.20
03/22/23	Jarom J Yates	Communicate with client regarding [REDACTED] (2.); update motion to seal (.1); communicate with local counsel regarding same (.1); review further comments from client and HaynesBoone team to adversary complaint (.2); revise adversary complaint to incorporate comments from client and HaynesBoone team (.5); further communications with local counsel regarding filing (.1); communicate with Mr. Jones regarding service issues (.1); research service issues relating to adversary complaint (1.1); further revisions to borrower demand letter to incorporate Mr. Ferris' comments (.4).	2.80
03/23/23	Brad Foster	Analysis of [REDACTED] (0.7); telephone conference with M. Ferris regarding BKCoin receivership (0.3); review email correspondence with receiver's counsel (0.2).	1.20
03/24/23	Charlie M. Jones	Analyze service and jurisdictional issues concerning Druk Holding and Investments and discuss related issues with Mr. Yates.	1.00
03/24/23	Kimberly Morzak	Research regarding service of complaint on Druk in Bhutan (.8); review docket sheets in two BKCoin receivership actions and circulate newly filed pleadings (.4).	1.20
03/24/23	Jarom J Yates	Research and analyze foreign service issues in advance of call with Mr. Jones (.5); analyze and research foreign service issues with Mr. Jones (.5); communicate with Ms. Chavez regarding service issue (.1); communicate with Ms. Morzak regarding service issue (.1).	1.20
03/25/23	Matt Ferris	Review response letter from Druk's counsel and draft and send responsive email, including service copy of complaint and summons.	0.60
03/25/23	Matthew Frankle	Review of response from Druk counsel.	0.20
03/25/23	Tom Zavala	Review Druk response letter and forward to Client and JPL team.	0.30
03/27/23	Jordan Chavez	Correspond with BlockFi legal team regarding [REDACTED] [REDACTED]	0.40

Invoice Number: 21585744
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Billing Attorney: Alexander Grishman

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/27/23	Matt Ferris	Review and consideration of correspondence from Druk's counsel (.3); correspond with BlockFi, Walkers and JPL teams regarding [REDACTED] (.8); consideration of matters regarding foreign service of process and correspond with Haynes Boone team regarding same (.4).	1.50
03/27/23	Matt Ferris	Prepare for and participate in conference calls with BlockFi team regarding [REDACTED] (.7); consideration and development of strategy with respect to same (.6).	1.30
03/27/23	Richard Kanowitz	Prepare for and conduct conference call with BlockFi legal team and regulatory counsel concerning [REDACTED]	0.30
03/27/23	Lauren Sisson	Participate in Zoom call with regulatory counsel and client on [REDACTED]	0.30
03/27/23	Jarom J Yates	Communications with Kroll team regarding Bhutan service issue (.1); email update to Mr. Ferris on service issues (.1); review service update from Kroll (.2).	0.40
03/28/23	Matt Ferris	Consideration and development of strategy with respect to Druk adversary proceeding (.5); multiple calls and emails with BlockFi and Haynes Boone teams regarding same and next steps (1.0).	1.50
03/28/23	Matt Ferris	Review and consideration of correspondence regarding status of state regulatory actions.	0.30
03/28/23	Charlie M. Jones	Confer with litigation team and further analyze issues concerning service of process on Bhutanese defendant and related jurisdiction and judgment enforcement and recovery issues.	0.60
03/28/23	Jarom J Yates	Email communication with Mr. Ferris to discuss Bhutan service issue (.1); phone conference with Mr. Jones and Mr. Ferris to discuss same (.4); review and revise demand letter to defaulting borrower (.3); work with Ms. Zerda regarding transmission (.2); begin review and analysis of loan documents for next defaulted borrower adversary (.6).	1.60
03/29/23	Matt Ferris	Review correspondence regarding [REDACTED] (.3); review and comment on draft motion [REDACTED] (.5).	0.80
03/29/23	Richard Kanowitz	Review and respond to emails from BlockFi legal and regulatory counsel [REDACTED]	0.40
03/29/23	Lauren Sisson	Research requirement issued by [REDACTED] bankruptcy (3.1); send summary to R. Kanowitz for review and client for review (.2).	3.30
03/29/23	Jarom J Yates	Attention to service issues relating to borrower demand (.2); communicate with counsel to borrower regarding demand (.1).	0.30

Invoice Number: 21585744
Matter Name: General Litigation
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Billing Attorney: Alexander Grishman

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/30/23	Matt Ferris	Consideration and development of strategy with respect to Druk adversary proceeding (.6); correspond with counsel regarding request to meet and confer (.2); review service options and consideration of next steps with respect to same (.4).	1.20
03/30/23	Richard Kanowitz	Prepare response to letter of LSA ad hoc group concerning treatment of posted collateral, set off rights and related matters	0.80
03/30/23	Lauren Sisson	Analyze retail loan holders agreement (.5); research [REDACTED] issue (3.0); prepare summary of case law and send to J. Chavez for inclusion in statement (.6).	4.10
03/30/23	Lauren Sisson	Research [REDACTED] for license issue.	0.40
03/30/23	Jarom J Yates	Prepare adversary complaint against defaulted borrower.	2.80
03/31/23	Matt Ferris	Review and consideration of correspondence regarding status of [REDACTED] and next steps with respect to same (.3); review and revise motion for 362/525 relief (1.0).	1.30
03/31/23	Matthew Frankle	Review of Primeblocks complaint.	0.50
03/31/23	Kimberly Morzak	On-line research for both BKCoin receivership actions to download current pleadings and determine status of proceedings.	0.40

Chargeable Hours 115.60

Total Fees	\$106,567.00
Adjustment (12.5% Discount)	\$ (13,320.88)
Total Adjusted Fees	\$93,246.12

Invoice Number: 21585744

Matter Name: General Litigation

Client/Matter Number: 0063320.000016

Billing Attorney: Alexander Grishman

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Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Brad Foster	3.70	\$1,100.00	\$4,070.00
Charlie M. Jones	2.80	\$1,000.00	\$2,800.00
Matt Ferris	29.60	\$1,000.00	\$29,600.00
Matthew Frankle	2.90	\$1,150.00	\$3,335.00
Richard D. Anigian	0.30	\$1,200.00	\$360.00
Richard Kanowitz	10.10	\$1,400.00	\$14,140.00
Jordan Chavez	12.10	\$775.00	\$9,377.50
Lauren Sisson	20.50	\$710.00	\$14,555.00
Marco Pulido	1.10	\$795.00	\$874.50
Tom Zavala	7.00	\$730.00	\$5,110.00
Jarom J Yates	21.20	\$950.00	\$20,140.00
Kimberly Morzak	3.60	\$525.00	\$1,890.00
Michelle Wenckens	0.70	\$450.00	<u>\$315.00</u>
Total Professional Summary			\$106,567.00

Total Fees, Expenses and Charges **\$93,246.12**

Total Amount Due **USD \$93,246.12**

HAYNES BOONE

Invoice Number: 21585743
Invoice Date: April 24, 2023
Matter Name: Hearings and Court Matters
Client/Matter Number: 0063320.00017
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$22,665.00
Adjustment (12.5% Discount)	\$ (2,833.13)
Total Adjusted Fees	\$19,831.87
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$19,831.87
Total Invoice Balance Due	USD \$19,831.87

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number 21585743 • Client Number 0063320.00017 • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585743
Matter Name: Hearings and Court Matters
Client/Matter Number: 0063320.000017
Billing Attorney: Alexander Grishman

April 24, 2023
Page 2 of 4

For Professional Services Through March 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/01/23	Richard Kanowitz	Review and respond to emails from UCC counsel concerning 3/13 hearing of PII redaction and sealing motions.	0.30
03/01/23	Kimberly Morzak	Work on updates to March 13 hearing agenda.	1.00
03/03/23	Kimberly Morzak	Draft agenda for March 23 hearing.	1.10
03/04/23	Jordan Chavez	Review and revise March 13 agenda and correspond with Mr. Zavala regarding same.	0.30
03/05/23	Richard Kanowitz	Review and respond to emails on proposed agenda for 3/13 hearing.	0.20
03/05/23	Richard Kanowitz	Review, analyze and edit proposed agenda for 3/13 hearing.	0.40
03/06/23	Jordan Chavez	Correspond with BlockFi, Mr. Kanowitz, Cole Schotz and Kirkland teams regarding hearing preparation for March 13.	0.50
03/06/23	Richard Kanowitz	Review and respond to emails concerning amended agenda and related court matters.	0.30
03/07/23	Jordan Chavez	Correspond with Ms. Yudkin and Mr. Kanowitz regarding April omnibus hearing (.3); correspond with Mr. Kanowitz regarding March hearing and witness preparation (.4).	0.70
03/07/23	Richard Kanowitz	Review and respond to emails from UST and UCC concerning adjourned hearing date for motions to seal counterparty identities and PII redaction and potential resolution of same.	0.60
03/07/23	Richard Kanowitz	Review and respond to emails from UCC, Ad Hoc Group and local counsel concerning adjournment of omnibus court hearing in April and related hearing and notice matters.	0.90
03/08/23	Jordan Chavez	Correspond with Mr. Renzi, Mr. Tichenor, and Mr. Kanowitz regarding March 13 hearing preparation on redaction dispute.	0.40
03/08/23	Richard Kanowitz	Review and respond to emails to/from UST, UCC, Ad Hoc Group and local counsel concerning court hearing and agenda for 3/13 hearing.	0.30
03/08/23	Kimberly Morzak	Circulate zoom information for March 13 hearing.	0.20
03/09/23	Richard Kanowitz	Review and respond to emails to/from UST, UCC, Ad Hoc Group and local counsel concerning court hearing and agenda for 3/13 hearing.	0.40
03/12/23	Jordan Chavez	Prepare for March omnibus hearing.	0.70

Invoice Number: 21585743
 Matter Name: Hearings and Court Matters
 Client/Matter Number: 0063320.000017
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 3 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/12/23	Richard Kanowitz	Prepare for court hearing to be held on 3/13.	2.20
03/13/23	Jordan Chavez	Prepare for and attend omnibus hearing and correspond with committee counsel and trustee regarding same.	2.50
03/13/23	Matt Ferris	Attend (via videoconference) omnibus hearing.	0.70
03/13/23	Richard Kanowitz	Prepare for and attend court hearing on 3/13.	1.60
03/13/23	Lauren Sisson	Attend omnibus hearing in the main case.	1.50
03/14/23	Kimberly Morzak	Circulate March 13 hearing transcript and upload same to database.	0.30
03/20/23	Jordan Chavez	Review and revise hearing agenda and correspond with Mr. Nakhaimousa regarding same.	0.20
03/23/23	Jordan Chavez	Prepare for and present at March 23 hearing.	2.20
03/23/23	Jordan Chavez	Review and revise March 23 agenda and correspond with Mr. Nakhaimousa and Ms. Yudkin regarding same.	0.30
03/23/23	Richard Kanowitz	Prepare for and attend omnibus court hearing.	1.60
03/23/23	Lauren Sisson	Attend omnibus hearing on sale hearing, bank account compliance, and TRO request.	1.50
03/28/23	Kimberly Morzak	Communications with court reporter regarding March 23 hearing transcript.	0.20

Chargeable Hours 23.10

Total Fees	\$22,665.00
Adjustment (12.5% Discount)	\$ (2,833.13)
Total Adjusted Fees	\$19,831.87

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matt Ferris	0.70	\$1,000.00	\$700.00
Richard Kanowitz	8.80	\$1,400.00	\$12,320.00
Jordan Chavez	7.80	\$775.00	\$6,045.00
Lauren Sisson	3.00	\$710.00	\$2,130.00
Kimberly Morzak	2.80	\$525.00	\$1,470.00

Total Professional Summary **\$22,665.00**

Invoice Number: 21585743

Matter Name: Hearings and Court Matters

Client/Matter Number: 0063320.000017

Billing Attorney: Alexander Grishman

April 24, 2023

Page 4 of 4

Total Fees, Expenses and Charges **\$19,831.87**

Total Amount Due **USD \$19,831.87**

HAYNES BOONE

Invoice Number: 21585742
Invoice Date: April 24, 2023
Matter Name: BlockFi Client Issues
Client/Matter Number: 0063320.00018
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$1,800.00
Adjustment (12.5% Discount)	\$ (225.00)
Total Adjusted Fees	\$1,575.00
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$1,575.00
Total Invoice Balance Due	USD \$1,575.00

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number 21585742 • Client Number 0063320.00018 • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585742

Matter Name: BlockFi Client Issues

Client/Matter Number: 0063320.000018

Billing Attorney: Alexander Grishman

April 24, 2023

Page 2 of 2

For Professional Services Through March 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/30/23	Richard D. Anigian	Analysis of communication from counsel for Collateralized Loan Account Holders (.7); review multiple communications regarding same (.3); analyze assignment of Loan Agreements to BlockFi International and Assignment Agreement from BlockFi International to BlockFi, Inc. (.5).	1.50

Chargeable Hours 1.50

Total Fees	\$1,800.00
Adjustment (12.5% Discount)	\$ (225.00)
Total Adjusted Fees	\$1,575.00

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Richard D. Anigian	1.50	\$1,200.00	\$1,800.00
Total Professional Summary			\$1,800.00

Total Fees, Expenses and Charges	\$1,575.00
Total Amount Due	USD \$1,575.00

HAYNES BOONE

Invoice Number: 21585741
Invoice Date: April 24, 2023
Matter Name: Insurance & Surety Matters
Client/Matter Number: 0063320.00019
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$21,385.00
Adjustment (12.5% Discount)	\$ (2,673.13)
Total Adjusted Fees	\$18,711.87
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$18,711.87
Total Invoice Balance Due	USD \$18,711.87

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21585741** • Client Number **0063320.00019** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585741
Matter Name: Insurance & Surety Matters
Client/Matter Number: 0063320.000019
Billing Attorney: Alexander Grishman

April 24, 2023
Page 2 of 4

For Professional Services Through March 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
03/01/23	Leslie C. Thorne	Review new claims and coordinate notice to carriers (.4); correspond with Mr. Prince regarding [REDACTED] (.1).	0.50
03/02/23	Leslie C. Thorne	Review CGL renewal materials and correspond with Mr. Spack regarding same (.2); correspond with Embroker regarding same (.1); prepare for and participate in client call to discuss [REDACTED] (.7); correspond with broker and Mr. Pruitt regarding same (.1); correspond regarding [REDACTED] (.1).	1.20
03/03/23	Leslie C. Thorne	Draft [REDACTED] section for Ms. Furness and confer regarding impact on motion to extend stay (.6); review information regarding claim and correspond with Mr. Pruitt regarding same (.2); correspond regarding notice to carriers of 2004 investigation and new claims against executives (.1).	0.90
03/04/23	Richard Kanowitz	Review and analyze notices provided to insurance carriers for 2004 examination request by UCC and class actions by Elas and Greene.	0.60
03/04/23	Richard Kanowitz	Review and respond to emails from BlockFi legal concerning [REDACTED] [REDACTED]	0.40
03/04/23	Leslie C. Thorne	Review and analyze insurance notices sent by Aon.	0.20
03/08/23	Leslie C. Thorne	Analyze coverage for class action suits (.7); correspond with Mr. Pruitt regarding responses from carriers (.1).	0.80
03/09/23	Richard Kanowitz	Review and respond to emails from BlockFi legal and D&Os concerning [REDACTED] [REDACTED]	0.80
03/09/23	Leslie C. Thorne	Confer with Mr. Pruitt (.2); review additional claims and correspond with client regarding same (.4); review [REDACTED] and correspond with Mr. Pruitt regarding same (.3).	0.90
03/10/23	Leslie C. Thorne	Prepare for and participate in call with leadership team regarding [REDACTED] (.5); review [REDACTED] and correspond/confer with Mr. Pruitt regarding same (.4); correspond and confer with Ms. Furness regarding insurance and [REDACTED] related to motion to stay (.3); review, analyze and comment on motion to stay (.4).	1.60
03/11/23	Giorgio Bovenzi	Retrieve and review UST motion requesting compliance with section 345(b) (.3); review section 345(b) and legislative history (.2); analyze FDIA provisions in connection with exceptions for non-contemporaneous transfers in the case of section 345(b), relevance to UST position (.4).	0.90

Invoice Number: 21585741
Matter Name: Insurance & Surety Matters
Client/Matter Number: 0063320.00019
Billing Attorney: Alexander Grishman

April 24, 2023
Page 3 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/13/23	Leslie C. Thorne	Review and revise insurance section of Motion to Stay (.3); correspond with Kirkland regarding Spack deposition preparation (.1); review recent caselaw discussing [REDACTED] (.3); draft potential outline of proposed findings and correspond with Ms. Furness regarding same (.3); correspond with Mr. Pruitt regarding status of [REDACTED] (.1).	1.10
03/15/23	Leslie C. Thorne	Correspond with Mr. Pruitt regarding [REDACTED] (.1); review coverage issues related to Bankman-Fried and correspond regarding same (.2); correspond with Mr. Spack regarding Arch issues (.1); confer with Arch counsel regarding Florida license (.2).	0.60
03/16/23	Leslie C. Thorne	Prepare and approve insurance-related documents in connection with [REDACTED] and confer/correspond regarding same (.8); correspond with Mr. Spack regarding Arch bond issues (.1).	0.90
03/20/23	Richard Kanowitz	Review and respond to emails from counsel to COO concerning [REDACTED] [REDACTED].	0.20
03/20/23	Leslie C. Thorne	Review policies to determine coverage for international entity.	0.40
03/21/23	Leslie C. Thorne	Investigate status of [REDACTED]	0.20
03/22/23	Leslie C. Thorne	Correspond with team and Embroker regarding CGL coverage (.2); correspond with team regarding same (.1).	0.30
03/23/23	Leslie C. Thorne	Investigate issues concerning insurance claims and payments in connection with TRO (.5); correspond with Embroker regarding renewal (.1).	0.60
03/24/23	Jordan Chavez	Review and revise case status summary for CGL carriers and correspond with Ms. Thorne regarding same.	0.80
03/24/23	Richard Kanowitz	Review and respond to emails concerning [REDACTED] and insurance related issues.	0.60
03/24/23	Leslie C. Thorne	Prepare summary for potential CGL insurers and correspondence with Embroker regarding same (.3); prepare insurance materials in connection with TI hearing (.2); correspond with broker regarding same (.1).	0.60
03/27/23	Richard Kanowitz	Review and respond to emails from CEO and COO concerning [REDACTED] [REDACTED]	0.60
03/27/23	Leslie C. Thorne	Correspond with Ms. Duhl regarding insurance summary (.1); correspond with Embroker regarding CGL placement (.1); correspond with Ms. Furness regarding additional insurance documents needed (.1); correspond with client regarding carrier positions (.1); review and comment on [REDACTED] (.1).	0.50
03/28/23	Jordan Chavez	Correspond with Ms. Duhl, Ms. Thorne, and Mr. Kanowitz regarding Embroker insurance policy updates.	0.40

Invoice Number: 21585741
Matter Name: Insurance & Surety Matters
Client/Matter Number: 0063320.00019
Billing Attorney: Alexander Grishman

April 24, 2023
Page 4 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/28/23	Leslie C. Thorne	Correspond with Embroker regarding CGL placement (.1); correspond regarding copies of policies (.1); correspond with Aon regarding carrier letters on remaining limits (.1); investigate coverage issues for international entity and advise Ms. Duhl regarding same (.7).	1.00
03/29/23	Leslie C. Thorne	Correspond with Embroker (.1); review update on Florida surety bond issues (.1).	0.20
03/30/23	Leslie C. Thorne	Correspond with HaynesBoone team and co-counsel regarding CGL and excess policy issues (.2); review requests for production related to insurance issues and advise regarding same (.1); correspond with Embroker regarding CGL issues (.1).	0.40
03/31/23	Leslie C. Thorne	Coordinate insurance-related documents for responses to requests for production (.4); confer with teams regarding claims (.2).	0.60

Chargeable Hours 18.80

Total Fees	\$21,385.00
Adjustment (12.5% Discount)	\$ (2,673.13)
Total Adjusted Fees	\$18,711.87

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Giorgio Bovenzi	0.90	\$1,250.00	\$1,125.00
Leslie C. Thorne	13.50	\$1,100.00	\$14,850.00
Richard Kanowitz	3.20	\$1,400.00	\$4,480.00
Jordan Chavez	1.20	\$775.00	\$930.00

Total Professional Summary **\$21,385.00**

Total Fees, Expenses and Charges	\$18,711.87
Total Amount Due	USD \$18,711.87

HAYNES BOONE

Invoice Number: 21585739
Invoice Date: April 24, 2023
Matter Name: Emergent Proceedings
Client/Matter Number: 0063320.00021
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$330,128.00
Adjustment (12.5% Discount)	\$ (41,266.00)
Total Adjusted Fees	\$288,862.00
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$288,862.00
Total Invoice Balance Due	USD \$288,862.00

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number 21585739 • Client Number 0063320.00021 • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585739
Matter Name: Emergent Proceedings
Client/Matter Number: 0063320.00021
Billing Attorney: Alexander Grishman

April 24, 2023
Page 2 of 15

For Professional Services Through March 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
03/01/23	Richard D. Anigian	Analysis regarding potential stipulation regarding disputes with Emergent (0.7); multiple communications regarding same (0.5).	1.20
03/01/23	Ben Breckler	Review and analyze case and statutory law to determine [REDACTED] (1.0); prepare memorandum regarding the same (.3).	1.30
03/01/23	Nick Bunch	Prepare for and teleconference with DOJ regarding seizure warrant.	0.50
03/01/23	Charlie M. Jones	Prepare for and participate in conference call with Department of Justice attorneys regarding interplay between BlockFi bankruptcy proceedings and Emergent bankruptcy proceedings and possible stipulations regarding same (0.5); analyze issues raised on same conference call and work on strategy concerning same issues (1.0).	1.50
03/01/23	J. Frasher Murphy	Analysis of issues regarding [REDACTED] and related matters (.3); emails with DOJ and Committee regarding same (.3).	0.60
03/01/23	Alicia Pitts	Discuss status with Mr. Singletary.	0.10
03/01/23	Kenneth J. Rusinko	Review correspondence from local counsel regarding Motion to Dismiss and advise team of reply deadline.	0.20
03/01/23	Brian Singletary	Analyze deadlines for responding to Emergent (.3); review update on call with government and potential impact on Emergent litigation (.4).	0.70
03/01/23	Alecia Tipton	Prepare updates to docket relating to events and deadlines associated with BlockFi's Motion for Order Dismissing Debtor's Chapter 11 Case (.3); related communications with Ms. Pitts and Mr. Singletary (.2).	0.50
03/02/23	Richard D. Anigian	Analysis or order from Antigua court allowing SBF to challenge initial appointment of interim receivers.	1.00
03/02/23	Charlie M. Jones	Receive and perform initial review of Emergent and FTX responses to BlockFi's motion to dismiss Emergent chapter 11 proceedings (1.1); work on initial strategy for reply brief (1.2); confer with Emergent litigation team regarding same (.2).	2.50
03/02/23	Richard Kanowitz	Review and analyze response of Emergent/FTX debtors and FTX UCC to BlockFi motion to dismiss.	1.60
03/02/23	Alicia Pitts	Review response to motion to dismiss and prepare preliminary thoughts and research questions.	2.80

Invoice Number: 21585739
 Matter Name: Emergent Proceedings
 Client/Matter Number: 0063320.000021
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 3 of 15

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/02/23	Brian Singletary	Review and analyze Emergent response to our motion to dismiss (1.2); review and analyze FTX response to our motion to dismiss (.8); review other Emergent filings and case activity (.5).	2.50
03/03/23	Richard D. Anigian	Review Emergent's Response to Motion to Dismiss (0.6); analyze cases regarding [REDACTED] in connection with Motion to Dismiss Emergent Chapter 11 (0.4); review Motion to Employ Morgan Lewis (0.3); review draft stipulation regarding litigation stay proposed by DOJ (0.4).	1.70
03/03/23	Matt Ferris	Consideration and development of strategy for briefing regarding motion to dismiss Emergent chapter 11 case (1.2); review and analysis of legal arguments and authorities related to same (.8).	2.00
03/03/23	Charlie M. Jones	Review and analyze strategy for reply briefs and other briefing regarding motion to dismiss Emergent chapter 11 proceedings and perform research in support of same (3.0); receive and review Government initial draft stipulation regarding stay of certain proceedings related to Emergent, work on strategy regarding same, and begin working on revisions and comments to same (1.7).	4.70
03/03/23	Richard Kanowitz	Review and respond to emails from DOJ concerning stipulation proposed by DOJ to stay BlockFi/Emergent/FTX disputes and litigation.	0.30
03/03/23	Richard Kanowitz	Review and analyze stipulation proposed by DOJ to stay BlockFi/Emergent/FTX disputes and litigation.	0.60
03/03/23	Richard Kanowitz	Work on outline of reply on motion to dismiss to counter arguments made by Emergent and FTX debtors.	2.70
03/03/23	Sam Mallick	Research regarding [REDACTED] for reply to response to motion to dismiss.	2.10
03/03/23	J. Frasher Murphy	Review Stipulation regarding stay of litigation (.3); analyze and evaluate revisions and modifications to same (.3).	0.60
03/03/23	Ryan Paulsen	Review the [REDACTED] raised in the Emergent and FTX filings and compare against the arguments raised in the motion (1.1); review the cases cited by Emergent and consider best responses (0.9); analyze statutes and case law relevant to the reply [REDACTED] (1.8); consider best arguments for the reply and prepare an outline of arguments on [REDACTED] (1.2); begin drafting and revising the section of the reply [REDACTED] (2.2).	7.20
03/03/23	Alicia Pitts	Conduct additional analysis regarding motion to dismiss (.3); research arguments raised in response and potential responses to same (4.1); outline reply briefs and motion to strike (1.0).	5.40
03/03/23	Brian Singletary	Review, analyze, and annotate Emergent response to motion to dismiss (1.4); research cases in support of reply argument (1.3); confer with team on division of research and others' thoughts (.4); research law in support of Emergent motion to dismiss (2.0).	5.10

Invoice Number: 21585739
 Matter Name: Emergent Proceedings
 Client/Matter Number: 0063320.000021
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 4 of 15

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/03/23	Alecia Tipton	Prepare list of events associated with hearing, witness testimony, motion to strike, briefing binders, and evidence, include references to Chambers procedures, and local rules.	0.80
03/04/23	Richard D. Anigian	Work on proposed Stipulation regarding Emergent Collateral Litigation and communications regarding same.	1.10
03/04/23	Charlie M. Jones	Continue to review and revise joint stipulation regarding Emergent litigation and attention to correspondence regarding same.	3.40
03/04/23	Brian Singletary	Research and review filings in preparing reply in support of Emergent Motion to Dismiss.	1.20
03/05/23	Richard D. Anigian	Review comments regarding draft Stipulation regarding Emergent Collateral Litigation and communications regarding same.	0.40
03/05/23	Matt Ferris	Review revised draft of stipulation staying litigation and correspondence regarding same.	0.40
03/05/23	Charlie M. Jones	Continue to review and revise joint stipulation regarding Emergent litigation, review and incorporate comments to same, evaluate strategy regarding same, and attention to correspondence regarding same.	0.80
03/05/23	Richard Kanowitz	Review and respond to emails to/from UCC concerning stipulation proposed by DOJ to stay BlockFi/Emergent/FTX disputes and litigation.	0.20
03/05/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal, Bermuda JPLs and Walkers concerning [REDACTED]	0.40
03/05/23	Richard Kanowitz	Review, analyze and edit proposed DOJ stipulation to stay BlockFi/Emergent/FTX disputes and litigation.	1.80
03/05/23	Sam Mallick	Research regarding [REDACTED] for reply to response to motion to dismiss.	1.80
03/05/23	Brian Singletary	Outline reply in support of motion to dismiss Emergent bankruptcy (1.5); research issues for reply (1.6); prepare draft introduction (1.2); prepare portion of argument (1.8).	6.10
03/06/23	Richard D. Anigian	Conference call regarding standing Objection regarding Emergent's Chapter 11 (0.3); review and comment on updated draft of Stipulation regarding Emergent Collateral Litigation (0.2); review communications with Government regarding Stipulation and follow-up communications (0.3); strategize regarding Motion to Dismiss Hearing and Emergent 341 Meeting (0.5).	1.30
03/06/23	Matt Ferris	Review revised draft of stipulation staying litigation and correspondence regarding same.	0.40

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/06/23	Charlie M. Jones	Continue to work on reply brief in support of BlockFi's motion to dismiss Emergent proceedings and related strategy (1.0); work on strategy and research regarding motion to strike FTX Debtors' and FTX UCC's objection to BlockFi's motion to dismiss Emergent proceedings (0.5); begin to work on preparations for hearing on BlockFi's motion to dismiss Emergent proceedings and begin review of multiple record documents in support of preparations (3.0).	4.50
03/06/23	Richard Kanowitz	Review, analyze and incorporate into next draft comments received to DOJ proposed stipulation staying proceedings pending criminal conviction of SBF.	1.20
03/06/23	Richard Kanowitz	Conference call with counsel to Marex concerning extension of time to move or answer complaint and adjournment of pretrial conference.	0.20
03/06/23	Richard Kanowitz	Work on motion to strike pleadings filed by FTX debtors and UCC on BlockFi motion to dismiss Emergent chapter 11 petition.	0.80
03/06/23	Richard Kanowitz	Review, analyze and edit submission by BlockFi in Antigua wind down proceedings for stay of petition prejudicing BlockFi legal rights and claims under pledge agreement.	1.20
03/06/23	Sam Mallick	Continue to review retainer and related issues for reply to response to motion to dismiss.	0.30
03/06/23	Ryan Paulsen	Review key holdings and revise parentheticals of key cases finding bankruptcy proceedings [REDACTED] (.7); finish drafting and revising insert to the Emergent reply addressing [REDACTED] (.7); confer regarding current status and arguments in Emergent reply and other litigation issues (.4).	1.80
03/06/23	Alicia Pitts	Draft and revise reply brief.	7.80
03/06/23	Brian Singleterry	Research issues for reply to Emergent motion to dismiss (2.5); prepare reply to motion to dismiss (2.3); analyze arguments in FTX and Emergent's responses and required counter arguments (.4).	5.20
03/06/23	Lauren Sisson	Review emails and draft pleadings from Antigua co-counsel regarding a stay of the proceedings in Antigua.	0.50
03/07/23	Richard D. Anigian	Strategy call regarding presentation at Motion to Dismiss Hearing (0.6); work on Motion to Strike FTX Debtors and FT UCC's Responses to Motion to Dismiss and multiple communications regarding same (0.8); analyze potential witnesses and exhibits for March 14, 2023 Hearing (0.4); discussion regarding Emergent's 341 Meeting (0.4).	2.20
03/07/23	Jordan Chavez	Correspond with litigation team regarding Emergent motion to dismiss, reply, and hearing preparation.	0.30
03/07/23	Matt Ferris	Review filed limited objection to motion for joint administration.	0.10

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/07/23	Charlie M. Jones	Continue to work on preparations for hearing on BlockFi's motion to dismiss Emergent proceedings and related motions, including review of multiple record documents in support of preparations and work on examination topics and argument outlines (4.7); review, revise, and edit motion to strike FTX Debtors' and FTX UCC's oppositions to BlockFi's motion to dismiss Emergent proceedings, develop additional evidentiary citations for same, and analyze various authorities in support of work on same (1.8); review, revise, and edit reply brief in support of BlockFi's motion to dismiss Emergent proceedings and analyze various authorities in support of work on same (1.2).	7.70
03/07/23	Richard Kanowitz	Review, analyze and edit objection by BlockFi to motion for joint administration of Emergent and FTX debtors bankruptcy cases.	0.40
03/07/23	Richard Kanowitz	Review and respond to emails from BlockFi Legal team and Bermuda JPLs concerning [REDACTED]	0.20
03/07/23	Richard Kanowitz	Review, analyze and edit motion to preclude FTX debtors and FTX UCC response to BlockFi to motion to dismiss Emergent bankruptcy case.	0.70
03/07/23	Ryan Paulsen	Review comments and suggested edits to the draft reply.	0.20
03/07/23	Alicia Pitts	Further revise reply brief in support of motion to dismiss.	4.20
03/07/23	Brian Singletary	Prepare and edit reply in support of motion to dismiss (3.3); research issues related to reply (.8); edit motion to strike FTX Response (.8); prepare for motion to dismiss hearing (.7).	5.60
03/08/23	Richard D. Anigian	Work on Reply in support of Motion to Dismiss (1.2); strategize regarding hearing on same (0.9).	2.10
03/08/23	Charlie M. Jones	Further comment on and revise reply in support of BlockFi motion to dismiss Emergent chapter 11 proceeding (.8); develop further evidentiary support for same motion (.9); further prepare for hearings on same motion (.3).	2.00
03/08/23	Richard Kanowitz	Review and respond to emails with counsel to Marex concerning extension of time to move or answer complaint and adjournment of pretrial conference.	0.30
03/08/23	Richard Kanowitz	Review, analyze and edit BlockFi reply on motion to dismiss Emergent bankruptcy petition.	2.10
03/08/23	Ryan Paulsen	Review suggested edits and respond to question regarding the forfeiture section of the reply draft.	0.50
03/08/23	Alicia Pitts	Additional revisions to reply brief in support of motion to dismiss.	2.10
03/08/23	Brian Singletary	Prepare and edit reply in support of motion to dismiss (1.8); research issues related to reply (.8); prepare exhibits for hearing (.4); prepare witness outlines (1.8); research issues to prepare for hearing (.9).	5.70

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/08/23	Lauren Sisson	Review and respond to emails with R. Kanowitz, B. Singletary, and A. Pitts on compiling key cases and pleadings for motion to dismiss hearing (.3); review motion to dismiss, opposition, and draft reply to identify key cases (1.8).	2.10
03/08/23	Alecia Tipton	Review and respond to communications from Ms. Pitts and Mr. Singletary with information and instruction to compile and retrieve cited authorities in all parties briefing on BlockFi's Motion to Dismiss (.2); review BlockFi's Motion to Dismiss to identify authorities cited in brief (.8); locate and retrieve authorities in the Motion to Dismiss (1.6); review Debtor's Opposition to the Motion to Dismiss to identify authorities cited in briefs (.6); locate and retrieve authorities in Debtor's Opposition to BlockFi's Motion to Dismiss (1.1); review FTX Debtors' Opposition to BlockFi's Motion to Dismiss to identify authorities cited in brief (.4); locate and retrieve authorities FTX Debtors' Opposition to BlockFi's Motion to Dismiss (.5); prepare descriptive indices of authorities cited in briefing on BlockFi's Motion to Dismiss (2.4).	7.60
03/09/23	Richard D. Anigian	Work on Reply in support of Motion to Dismiss Chapter 11 and communications in connection with same (0.7); review authorities regarding same (0.4); discuss strategy for 341 Meeting (0.6); analyze Emergent's schedules and SOFAs (1.1); work on Motion to Strike (0.5); work on outline of 341 Meeting (0.9).	4.20
03/09/23	Charlie M. Jones	Work on final adjustments to reply in support of BlockFi's motion to dismiss Emergent proceedings in advance of filing same (1.0); continue to work on preparations for hearing on motion to dismiss (0.7); receive and review Emergent debtor's revised disclosures (0.3).	2.00
03/09/23	Richard Kanowitz	Work on reply on motion to dismiss to counter arguments made by Emergent and FTX debtors.	1.40
03/09/23	Richard Kanowitz	Work on motion to strike pleadings for lack of standing of FTX debtors and UCC.	1.30
03/09/23	Ryan Paulsen	Review and confer regarding co-counsel's suggested edits to the forfeiture section of the reply brief.	0.20
03/09/23	Alicia Pitts	Prepare binder for hearing on motion to dismiss.	3.70
03/09/23	Kenneth J. Rusinko	Review (i) Notice adjourning hearing and (ii) Order extending MCM response deadline, circulate and update calendar.	0.30
03/09/23	Brian Singletary	Review, revise and finalize reply in support of motion to dismiss (3.4); research issues in reply (1.1); confer with Delaware counsel on issues related to filing reply (1.5); prepare outlines for witness examination (2.1); prepare binders for hearing (2.0); prepare exhibit and witness list (.7).	10.80
03/09/23	Lauren Sisson	Begin compiling pleadings/cases folder and index for Emergent Motion to Dismiss hearing on March 14.	0.60

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/09/23	Lauren Sisson	Begin drafting witness/exhibit list for March 14 hearing on motion to dismiss.	0.20
03/09/23	Lauren Sisson	Conduct email and phone correspondence with B. Singletary regarding preparation for motion to dismiss hearing.	0.30
03/09/23	Alecia Tipton	Review and respond to communications from Ms. A. Pitts and Mr. B. Singletary with information and instruction for compiling and preparing materials for use with witnesses and at hearing on BlockFi's Motion to Dismiss (.2); review Reply in Support of Motion to Dismiss to identify authorities cited in brief (.7); locate and retrieve authorities in Reply, (.8); prepare descriptive index of authorities in Reply; (.8); locate and retrieve key pleadings, hearing exhibits, and witness exhibits (3.7); prepare descriptive table of contents for key pleadings, hearing exhibits, and witness exhibits (1.3); prepare witness and hearing materials for attorneys' electronic use and facilitate print sets of same for use with witnesses and at hearing on BlockFi's Motion to Dismiss (3.8).	11.30
03/10/23	Richard D. Anigian	Prepare for and participate in Emergent's 341 Meeting.	3.80
03/10/23	Richard D. Anigian	Work on exhibit and witness list for Motion to Dismiss hearing (0.3); review March 14, 2023 Agenda (0.2); preparation for hearing on Motion to Dismiss Emergent Chapter 11 and strategize regarding same (3.2).	3.70
03/10/23	Jordan Chavez	Prepare for hearing on motion to dismiss with Mr. Kanowitz.	0.40
03/10/23	Charlie M. Jones	Continue to work on preparations for hearing on BlockFi's motion to dismiss Emergent's chapter 11 proceedings, work to incorporate information gathered during 341 hearing into witness examination outlines and argument outline, and begin review of key authorities (2.0); receive and review correspondence from Emergent's counsel to court regarding unavailability of Emergent witnesses for hearing and respond to same (0.4).	2.40
03/10/23	Richard Kanowitz	Review and analyze objection by FTX debtors to motion to shorten time concerning BlockFi motion to strike pleadings in connection with BlockFi motion to dismiss Emergent chapter 11 petition.	0.40
03/10/23	Richard Kanowitz	Review and respond to emails by JPL seeking court permission to appear at hearing in connection with BlockFi motion to dismiss Emergent chapter 11 petition remotely.	0.40
03/10/23	Alicia Pitts	Prepare binders for hearing.	1.20
03/10/23	Brian Singletary	Prepare witness/exhibit list for March 14 hearing (.6); prepare for 341 meeting (2.4); attend and participate in 341 meeting (2.8); prepare strategy, exhibits, and witness outlines for March 14 hearing (3.0).	8.80
03/10/23	Lauren Sisson	Complete pleadings/cases folder and index for Emergent Motion to Dismiss hearing on March 14.	0.40

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/10/23	Lauren Sisson	Coordinate assembly and shipping of binder for R. Kanowitz for motion to dismiss (.3); correspond with R. Kanowitz regarding same (.2).	0.50
03/10/23	Alecia Tipton	Review and respond to communications from Ms. A. Pitts to finalize witness and hearing electronic files and binder materials (.2); quality control review hearing binders of key pleadings, key cases, and witness exhibits for use with hearing (1.8); prepare revisions and updates to witness exhibit materials (.8).	2.80
03/11/23	Richard D. Anigian	Multiple communications regarding March 14, 2023 Hearing on Motion to Dismiss and strategy related to same (1.1); work on exhibits and cross examination for March 14, 2023 Hearing (2.8); strategy call regarding hearing (0.5); communications regarding Motion to Strike to shorten time set for March 14, 2023 (0.3).	4.70
03/11/23	Matt Ferris	Review correspondence regarding March 14 hearing on motion to dismiss.	0.50
03/11/23	Charlie M. Jones	Continue to work on preparations for upcoming hearing on BlockFi's motion to dismissing Emergent chapter 11 proceedings (1.0); work on strategy for same (1.2); receive and analyze correspondence from counsel for Emergent regarding related issues (.2).	2.40
03/11/23	Richard Kanowitz	Review and respond to DE court emails concerning BlockFi motion to dismiss Emergent chapter 11 petition.	0.40
03/11/23	Richard Kanowitz	Prepare for court hearing on BlockFi motion to dismiss Emergent bankruptcy petition.	2.40
03/11/23	Richard Kanowitz	Review and respond to/from emails by John Goodchild, counsel to Emergent concerning BlockFi motion to dismiss Emergent chapter 11 petition.	0.90
03/11/23	Alicia Pitts	Prepare for hearing on motion to dismiss.	0.10
03/11/23	Brian Singletary	Prepare witness outlines for March 14 hearing (2.7); analyze strategy for March 14 hearing (.5); update exhibit/witness list (.2); update exhibits folder for hearing (.2).	3.60
03/12/23	Richard D. Anigian	Preparation for hearing on Motion to Dismiss Emergent's Chapter 11, including opening, witness examinations and analysis of potential exhibits (2.6); extended conference with Mr. Goodchild regarding potential stipulation and follow-up call regarding same (0.9); review Emergent's Witness and Exhibit List for March 14, 2023 (0.2).	3.70
03/12/23	Matt Ferris	Review and analysis of filed pleadings and correspondence from Emergent's counsel related to motion to dismiss and March 14 hearing on same.	0.90
03/12/23	Charlie M. Jones	Continue to work on preparations for upcoming hearing on BlockFi's motion to dismissing Emergent chapter 11 proceedings(2.2); work on strategy for same (1.1); work on examination outlines for same, begin review of key authorities and outline of opening argument for same (.6) receive and analyze correspondence from counsel for Emergent regarding related issues (.1).	4.40

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/12/23	Richard Kanowitz	Prepare for court hearing in DE on 3/14 concerning BlockFi motion to dismiss Emergent chapter 11 filing.	2.70
03/12/23	Richard Kanowitz	Prepare for and conduct conference call with counsel to Emergent, John Goodchild concerning court hearing in DE on 3.14 concerning BlockFi motion to dismiss Emergent chapter 11 filing.	0.60
03/12/23	Brian Singletary	Update and prepare witness outlines for March 14 hearing.	0.80
03/13/23	Richard D. Anigian	Continue to prepare for Hearing regarding Motion to Dismiss Emergent's Chapter 11, including work on examinations, arguments, exhibits and related strategy (10.3); review Amended Emergent filing related to March 14, 2023 Hearings (0.3); review Objections of FTX and its UCC Motion-Strike (0.5).	11.10
03/13/23	Jordan Chavez	Prepare for Emergent hearing on motion to dismiss.	3.90
03/13/23	Matt Ferris	Review and analysis of relevant pleadings related to motion to dismiss and March 14 hearing on same.	0.80
03/13/23	Charlie M. Jones	Continue to prepare for hearing on BlockFi's motion to dismiss (3.2) continued review and analysis of relevant pleadings and key authorities (2.2) work on examination outlines and evidentiary matters and prepare related exhibits (2.0); work on argument outlines (1.3); work on related strategy (1.1).	9.80
03/13/23	Richard Kanowitz	Prepare for court hearing in DE on 3/14 concerning BlockFi motion to dismiss Emergent chapter 11 filing.	5.30
03/13/23	Richard Kanowitz	Review and analyze pleadings filed by FTX debtors and FTX UCC to motion to strike responses to BlockFi motion to dismiss Emergent proceedings.	1.20
03/13/23	Alicia Pitts	Revise exhibit in preparation for motion to dismiss hearing.	0.80
03/13/23	Kenneth J. Rusinko	Review Agenda for Delaware hearing on Motion to Dismiss on 3-14-23 and circulate Agenda along with zoom registration information.	0.20
03/13/23	Brian Singletary	Update folders for March 14 hearing and assist in other hearing preparation.	0.30
03/13/23	Lauren Sisson	Prepare and discuss litigation strategy for motion to dismiss hearing (1.9); organize and print materials for presenting attorneys (.3).	2.20
03/14/23	Richard D. Anigian	Final preparations for and participate in Hearing on Motion to Dismiss Emergent Chapter 11 and strategize regarding resolving issues related to contemplated stipulation (5.2); conference call with BlockFi Legal and BlockFi International JPLs regarding hearing and strategy (0.7).	5.90
03/14/23	Jordan Chavez	Prepare for and attend hearing on motion to dismiss (3.0); review and revise draft stipulation and correspond with Mr. Kanowitz regarding same (.5).	3.50

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/14/23	Matt Ferris	Review update regarding hearing on motion to dismiss and correspondence with BlockFi, Walkers and JPL teams regarding same and next steps.	0.50
03/14/23	Alexander Grishman	Review new filings in Emergent Chapter 11 related to joint administration, John Goodchild declaration and notice amended agenda (1.1); review stipulation draft from Morgan Lewis to stay litigation and discovery (.7).	1.80
03/14/23	Charlie M. Jones	Make final preparations for and attend, present argument, and negotiate terms of temporary stay with counsel for FTX Debtors and Emergent at hearing on BlockFi's motion to dismiss Emergent chapter 11 proceedings and work on follow-up issues after conclusion of hearing (5.0); prepare for and participate in strategy call with BlockFi International JPLs to discuss follow-up issues raised at hearing on BlockFi's motion to dismiss Emergent chapter 11 proceedings (0.7).	5.70
03/14/23	Richard Kanowitz	Post hearing communications with BlockFi legal team concerning [REDACTED]	0.60
03/14/23	Richard Kanowitz	Prepare for and attend court hearing on BlockFi motion to dismiss Emergent bankruptcy petition.	4.20
03/14/23	Alicia Pitts	Attention to Emergent hearing on motion to dismiss.	0.80
03/14/23	Kenneth J. Rusinko	Review summary of Motion to Dismiss hearing and calendar status conference.	0.20
03/14/23	Brian Singletary	Observe hearing on Emergent motion to dismiss (1.3); review draft stipulation to stay proceedings (.4); analyze next steps (.3).	2.00
03/14/23	Lauren Sisson	Attend hearing on motion to dismiss.	1.80
03/14/23	Lauren Sisson	Participate in final preparation for motion to dismiss hearings.	0.90
03/15/23	Richard D. Anigian	Review communications from Emergent's Antigua and US Counsel regarding its Funding Agreement (0.2); review Application Emergent filed with Antigua to approve funding (0.2); call with Mr. L. Johnson regarding same (0.1).	0.50
03/15/23	Alexander Grishman	Review transcript from hearing.	0.80
03/15/23	Charlie M. Jones	Receive and analyze letter from Emergent JPLs' Antigua counsel regarding funding agreement and review related correspondence.	0.40
03/15/23	Richard Kanowitz	Review and respond to emails from Lenworth Johnson and counsel for Emergent concerning [REDACTED] [REDACTED].	0.80
03/15/23	Richard Kanowitz	Work on memo to DOJ concerning [REDACTED] [REDACTED]	0.80

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/15/23	Alicia Pitts	Prepare memorandum to DOJ.	0.10
03/15/23	Brian Singletary	Review Antiguan correspondence related to Emergent (.2); research issues related to seizure of shares (.3)	0.50
03/15/23	Lauren Sisson	Participate in Zoom call on developments in Antigua proceedings.	0.10
03/15/23	Lauren Sisson	Review and analyze complaint, turnover motion, and first day Renzi declaration for information useful in drafting memo to DOJ.	2.50
03/16/23	Richard Kanowitz	Review and respond to emails from Lenworth Johnson and counsel for Emergent concerning [REDACTED] [REDACTED]	0.30
03/16/23	Brian Singletary	Research and investigate facts related to [REDACTED].	3.00
03/16/23	Lauren Sisson	Call with B. Singletary to discuss [REDACTED].	0.30
03/17/23	Richard D. Anigian	Review and comment on drafts of Joint Administrative Order, Order on Motion to Dismiss and Order regarding Status Conference.	0.40
03/17/23	Richard Kanowitz	Review and respond to emails from Emergent concerning comments to proposed order granting joint administration, approving withdrawal of BlockFi motion without prejudice and related matters.	0.40
03/17/23	Brian Singletary	Research issues related to [REDACTED].	1.20
03/20/23	Alicia Pitts	Prepare letter to DOJ concerning claims [REDACTED] [REDACTED]	3.40
03/20/23	Brian Singletary	Research [REDACTED].	3.70
03/20/23	Lauren Sisson	Call with B. Singletary and A. Pitts on structure of [REDACTED].	0.60
03/20/23	Lauren Sisson	Discuss redaction of FTX schedules as to Emergent with J. Chavez.	0.30
03/21/23	Richard D. Anigian	Analyze transcript of January 27, 2023 Hearing in Antigua.	2.00
03/21/23	Alicia Pitts	Prepare additional revisions to [REDACTED].	1.70
03/21/23	Brian Singletary	Analyze issues related to [REDACTED].	0.30
03/22/23	Richard D. Anigian	Analyze Emergent's Operating Report and communication regarding same (0.3); review communications from UST regarding draft orders regarding March 14, 2023 Hearing (0.1).	0.40
03/22/23	Alicia Pitts	Continue to analyze issues and revise memorandum letter [REDACTED] [REDACTED]	2.40

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/22/23	Brian Singletary	Research and prepare memo on [REDACTED] (1.2); research, edit, and prepare letter [REDACTED] (3.0).	4.20
03/23/23	Charlie M. Jones	Receive and review latest order from Antigua court regarding Emergent JLPs' effort to liquidate Emergent (0.7); review, revise, and comment on draft stipulation regarding stay of proceedings related to Emergent collateral received from Emergent's bankruptcy counsel and analyze related strategy (1.5).	2.20
03/23/23	Richard Kanowitz	Review and analyze decision/judgment on Emergent wind up petition.	0.60
03/23/23	Richard Kanowitz	Review and respond to emails from Bermuda JPLS and BlockFi legal team concerning [REDACTED]	0.20
03/23/23	Alicia Pitts	Continue to revise letter [REDACTED].	0.40
03/23/23	Brian Singletary	Investigate, prepare, and edit letter [REDACTED]	1.70
03/23/23	Lauren Sisson	Review initial draft of [REDACTED] (.3); participate in Zoom meeting with B. Singletary, A. Pitts, and J. Chavez to discuss edits to [REDACTED] (.3).	0.60
03/24/23	Charlie M. Jones	Review and comment on [REDACTED] related claims to Emergent collateral (1.0); receive, review, and comment on FTX draft of stay stipulation (0.7).	1.70
03/24/23	Alicia Pitts	Analyze issues related to [REDACTED] and revise same.	1.10
03/24/23	Brian Singletary	Analyze and edit [REDACTED] (2.8); research [REDACTED] (.5).	3.30
03/24/23	Lauren Sisson	Participate in Zoom call with B. Singletary, A. Pitts, and R. Kanowitz on [REDACTED] (.4); review updated draft from B. Singletary and A. Pitts (.2).	0.60
03/27/23	Richard D. Anigian	Strategize regarding and additional work on draft stipulation with FTX and Emergent Debtors regarding Robinhood Assets (1.4); communication from Emergent's counsel regarding discovery related to same and communications regarding Request (0.2).	1.60
03/27/23	Charlie M. Jones	Further work regarding stipulation to stay litigation concerning HOOD assets and correspond with counsel for Emergent and FTX regarding same.	0.60
03/27/23	Richard Kanowitz	Review, analyze and edit proposed stipulation by FTX debtors for stay of proceedings concerning dispute over Robinhood shares pending SBF conviction.	0.70

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03/27/23	Brian Singletary	Research and investigate [REDACTED] (3.8); analyze draft stipulation regarding Emergent stay and make edits (1.3); review Cheela deposition (.7).	5.80
03/28/23	Nick Bunch	Review [REDACTED] and send email to team regarding [REDACTED] as it relates to [REDACTED]	0.40
03/28/23	Richard Kanowitz	Review and respond to emails from/to BlockFi legal team, Bermuda JPLs and UCC concerning [REDACTED].	0.60
03/28/23	Richard Kanowitz	Review, analyze and edit standstill stipulation with Emergent/FTX debtors concerning Robinhood shares and collateral.	0.60
03/28/23	Alicia Pitts	Review revisions to [REDACTED] and propose additional revisions to same.	0.80
03/28/23	Brian Singletary	Research and prepare memo on [REDACTED] (1.2); analyze edits and prepare new [REDACTED] regarding Emergent Shares (1.9).	3.10
03/29/23	Charlie M. Jones	Make additional revisions to Emergent stay stipulation, work on strategy for same, and correspond with counsel for FTX and Emergent regarding same.	1.60
03/29/23	Richard Kanowitz	Review and respond to emails from Bermuda JPLs and UCC [REDACTED] [REDACTED] and related matters.	0.60
03/29/23	Alicia Pitts	Analyze [REDACTED] related to claim to Robinhood shares.	0.20
03/29/23	Brian Singletary	Research and prepare memo on [REDACTED] (2.8); research and edit draft of Emergent Stay stipulation (1.4); research material for memo on [REDACTED] (.8).	5.00
03/30/23	Richard D. Anigian	Communications regarding [REDACTED] (0.2); review SBF filing in Emergent Adversary regarding same (0.2).	0.40
03/30/23	Nick Bunch	Review B. Singletary's memo [REDACTED].	0.30
03/30/23	Brian Singletary	Research and prepare memo regarding [REDACTED] (1.8); research [REDACTED] (1.1).	2.90
03/31/23	Nick Bunch	Review memorandum on [REDACTED] and confer regarding same with B. Singletary.	0.30
03/31/23	Brian Singletary	Analyze [REDACTED] regarding Robinhood shares.	0.60

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Chargeable Hours 361.40

Total Fees	\$330,128.00
Adjustment (12.5% Discount)	\$ (41,266.00)
Total Adjusted Fees	\$288,862.00

Timekeeper Summary

Timekeeper	Hours	Rate	Amount
Alexander Grishman	2.60	\$1,075.00	\$2,795.00
Charlie M. Jones	60.30	\$1,000.00	\$60,300.00
J. Frasher Murphy	1.20	\$1,100.00	\$1,320.00
Matt Ferris	5.60	\$1,000.00	\$5,600.00
Nick Bunch	1.50	\$900.00	\$1,350.00
Richard D. Anigian	53.40	\$1,200.00	\$64,080.00
Richard Kanowitz	42.10	\$1,400.00	\$58,940.00
Alicia Pitts	39.10	\$730.00	\$28,543.00
Ben Breckler	1.30	\$680.00	\$884.00
Brian Singleterry	93.70	\$730.00	\$68,401.00
Jordan Chavez	8.10	\$775.00	\$6,277.50
Lauren Sisson	14.50	\$710.00	\$10,295.00
Sam Mallick	4.20	\$775.00	\$3,255.00
Ryan Paulsen	9.90	\$850.00	\$8,415.00
Alecia Tipton	23.00	\$400.00	\$9,200.00
Kenneth J. Rusinko	0.90	\$525.00	\$472.50

Total Professional Summary **\$330,128.00**

Total Fees, Expenses and Charges **\$288,862.00**

Total Amount Due **USD \$288,862.00**

HAYNES BOONE

Invoice Number: 21585738
Invoice Date: April 24, 2023
Matter Name: Tax Matters
Client/Matter Number: 0063320.00022
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$37,813.00
Adjustment (12.5% Discount)	\$ (4,726.63)
Total Adjusted Fees	\$33,086.37
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$33,086.37
Total Invoice Balance Due	USD \$33,086.37

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21585738** • Client Number **0063320.00022** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585738
Matter Name: Tax Matters
Client/Matter Number: 0063320.00022
Billing Attorney: Alexander Grishman

April 24, 2023
Page 2 of 4

For Professional Services Through March 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/09/23	Alexander Grishman	Prepare for and attend call with Ms. Marquez and Mr. Spack regarding [REDACTED] (1.5); review BlockFi files for documents related to same (.4); Review existing documentation on [REDACTED] (.8).	2.70
03/09/23	Sam Lichtman	Reviewed securities agreements and consider tax implications of same.	2.00
03/09/23	Scott Thompson	Review [REDACTED] documents provided by client (.4); analyze tax treatment of [REDACTED] (.8).	1.20
03/10/23	Sam Lichtman	Reviewed Serengeti agreement and related documents and research regarding tax treatment.	1.50
03/10/23	Sam Lichtman	Conference call regarding tax analysis of derivative transactions (1.0); review related documents and research regarding tax treatment, 1234A analysis (1.0).	2.00
03/10/23	Scott Thompson	Analyze applicable Treasury guidance on [REDACTED]	2.10
03/13/23	Sam Lichtman	Reviewed Serengeti agreement and related documents and research regarding tax treatment.	1.50
03/13/23	Scott Thompson	Further analysis of tax treatment under the alternative minimum tax and [REDACTED].	0.80
03/14/23	Sam Lichtman	Research regarding [REDACTED]	2.00
03/14/23	Scott Thompson	Further analysis of [REDACTED] documents (1.0); draft summary of tax treatment for [REDACTED] (0.3).	1.30
03/15/23	Alexander Grishman	Attend call with client to discuss [REDACTED] (.5); Further review of analysis on [REDACTED] (.3).	0.80
03/15/23	Sam Lichtman	Conference call regarding tax analysis of derivative transactions (.8); review related documents (.4); research regarding tax treatment, 1234A analysis (.8).	2.00
03/15/23	Scott Thompson	Teleconference with client regarding [REDACTED] (0.5); draft summary of analysis (1.0).	1.50

Invoice Number: 21585738
Matter Name: Tax Matters
Client/Matter Number: 0063320.000022
Billing Attorney: Alexander Grishman

April 24, 2023
Page 3 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/17/23	Jordan Chavez	Review and analyze Hawaii tax return matters and correspond with Mr. Zavala regarding same.	0.30
03/17/23	Tom Zavala	Correspond with state of Hawaii regarding unresolved collections notice.	0.70
03/20/23	Kenneth K. Bezozo	Review and analyze tax issue pertaining to company and discuss same with Mr. Lichtman.	0.70
03/20/23	Daniel Collins	Researching and analyzing the [REDACTED] [REDACTED].	0.80
03/20/23	Sam Lichtman	Consider Serengeti release analysis and reviewed case law and IRS analysis.	3.50
03/20/23	Scott Thompson	Review applicable Treasury guidance in advance of call with client's accountants (0.6); sketch out stock values at applicable dates in accordance with Treas. Reg. 1.422-1(b) (0.6).	1.20
03/21/23	Daniel Collins	Researching and analyzing the taxable consequences of terminating a prepaid forward contract.	0.40
03/21/23	Sam Lichtman	Conference call with Andersen accounting regarding Serengeti transaction and prepare for call (.8); research regarding rescission doctrine and tax treatment of prepaid forwards (1.0).	1.80
03/21/23	Scott Thompson	Review [REDACTED] (0.2); teleconference with executives' accounting firm regarding [REDACTED] (0.5).	0.70
03/22/23	Tom Zavala	Correspond with state of Hawaii regarding collections notice and excise tax return.	0.30
03/23/23	Tom Zavala	Discuss excise tax response from State of Hawaii technical dept. with Client.	0.30

Chargeable Hours 32.10

Total Fees	\$37,813.00
Adjustment (12.5% Discount)	\$ (4,726.63)
Total Adjusted Fees	\$33,086.37

Invoice Number: 21585738

Matter Name: Tax Matters

Client/Matter Number: 0063320.000022

Billing Attorney: Alexander Grishman

April 24, 2023

Page 4 of 4

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	3.50	\$1,075.00	\$3,762.50
Sam Lichtman	16.30	\$1,450.00	\$23,635.00
Scott Thompson	8.80	\$840.00	\$7,392.00
Daniel Collins	1.20	\$660.00	\$792.00
Jordan Chavez	0.30	\$775.00	\$232.50
Tom Zavala	1.30	\$730.00	\$949.00
Kenneth K. Bezozo	0.70	\$1,500.00	<u>\$1,050.00</u>
Total Professional Summary			\$37,813.00

Total Fees, Expenses and Charges **\$33,086.37**

Total Amount Due **USD \$33,086.37**

HAYNES BOONE

Invoice Number: 21585737
Invoice Date: April 24, 2023
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$40,962.00
Adjustment (12.5% Discount)	\$ (5,120.25)
Total Adjusted Fees	\$35,841.75
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$35,841.75
Total Invoice Balance Due	USD \$35,841.75

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

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Please Reference: Invoice Number **21585737** • Client Number **0063320.00023** • Attorney Alexander Grishman

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Invoice Number: 21585737
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

April 24, 2023
Page 2 of 5

For Professional Services Through March 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/01/23	Richard Kanowitz	Review and analyze pleadings filed in FTX/Alameda proceedings impacting BlockFi legal rights and claims.	0.80
03/06/23	Jordan Chavez	Review, analyze, and summarize caselaw [REDACTED] and correspond with Mr. Kanowitz regarding same.	4.10
03/06/23	Alexander Grishman	Review Alameda complaint against Grayscale Investments and DGC for [REDACTED].	0.70
03/06/23	Richard Kanowitz	Review and analyze pleadings, notices and orders submitted in FTX debtors' bankruptcy case which impact and/or prejudice BlockFi legal rights and claims against FTX debtors.	1.30
03/08/23	Richard Kanowitz	Review and analyze pleadings, notices and orders submitted in FTX debtors' bankruptcy case which impact and/or prejudice BlockFi legal rights and claims against FTX debtors.	0.90
03/14/23	Richard Kanowitz	Review and analyze pleadings, notices and orders submitted in FTX debtors' bankruptcy case which impact and/or prejudice BlockFi legal rights and claims against FTX debtors.	1.60
03/15/23	Richard D. Anigian	Initial review of FTX Debtors' schedules and SOFAs.	0.70
03/15/23	Jordan Chavez	Review and analyze FTX schedules and correspond with Mr. Anigian, Ms. Sisson, and Mr. Kanowitz regarding same.	0.40
03/15/23	Richard Kanowitz	Review and analyze pleadings, notices and orders submitted in FTX debtors' bankruptcy case which impact and/or prejudice BlockFi legal rights and claims against FTX debtors.	1.40
03/16/23	Richard D. Anigian	Brief review of additional schedules and SOFAs filed by FTX Debtors (0.6); review Rule 2019 Statement (0.1).	0.70
03/16/23	Jordan Chavez	Correspond with FTX counsel, Ms. Morzak, Mr. Singleterry, Ms. Sisson, and Ms. Pitts regarding [REDACTED] and memorandum regarding claims.	0.70
03/16/23	Richard Kanowitz	Review and analyze schedules, SOFAs, pleadings, notices and orders submitted in FTX debtors' bankruptcy case which impact and/or prejudice BlockFi legal rights and claims against FTX debtors.	1.40
03/16/23	Kimberly Morzak	Review Schedules filed by numerous FTX-related entities to determine how BlockFi is scheduled (1.1); review FTX redaction order regarding access to redacted BlockFi data (.2); confer with Ms. Chavez regarding same (.2).	1.50

Invoice Number: 21585737
 Matter Name: FTX/Alameda Proceedings
 Client/Matter Number: 0063320.000023
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 3 of 5

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/16/23	Lauren Sisson	Review newly filed FTX schedules for references to BlockFi.	1.20
03/17/23	Richard D. Anigian	Review FTX presentation to UCC in connection with potential impact on BlockFi and Emergent.	0.40
03/17/23	Jordan Chavez	Review and analyze certification, proposed order, status conference, and interim joint administration order and correspond with Mr. Kanowitz, Mr. Anigian, and Mr. Jones regarding same.	0.50
03/17/23	Richard Kanowitz	Review and analyze pleadings, notices and orders submitted in FTX debtors' bankruptcy case which impact and/or prejudice BlockFi legal rights and claims against FTX debtors.	0.90
03/20/23	Jordan Chavez	Correspond with FTX and Alameda counsel regarding schedules and statements.	0.20
03/20/23	Richard Kanowitz	Review and analyze pleadings, notices and orders submitted in FTX debtors' bankruptcy case which impact and/or prejudice BlockFi legal rights and claims against FTX debtors.	0.90
03/22/23	Jordan Chavez	Review and analyze [REDACTED] (.6); review and analyze [REDACTED] and correspond with Mr. Singleterry and Ms. Pitts regarding same (.7).	1.30
03/22/23	Matthew Frankle	Review of FTX creditor schedules.	0.60
03/22/23	Richard Kanowitz	Review and analyze schedules, SOFAs, pleadings, notices and orders submitted in FTX debtors' bankruptcy case which impact and/or prejudice BlockFi legal rights and claims against FTX debtors.	0.60
03/24/23	Richard D. Anigian	Strategize regarding [REDACTED] (0.5); work on draft stipulation from S&C regarding stay of Robinhood Assets litigation's review prior drafts of same (1.8).	2.30
03/24/23	Richard Kanowitz	Review and analyze pleadings, notices and orders submitted in FTX debtors' bankruptcy case which impact and/or prejudice BlockFi legal rights and claims against FTX debtors.	0.60
03/27/23	Richard D. Anigian	Review schedules and SOFAs filed on March 27, 2023 (0.3); review Moseley Declaration regarding KERP (0.1).	0.40
03/27/23	Richard Kanowitz	Prepare letter [REDACTED]	0.80
03/28/23	Richard D. Anigian	Work on BlockFi/FTX/ Emergent Stipulation to Stay.	0.40
03/28/23	Richard D. Anigian	Work on communications to DOJ regarding [REDACTED]	0.60

Invoice Number: 21585737
 Matter Name: FTX/Alameda Proceedings
 Client/Matter Number: 0063320.00023
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 4 of 5

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/28/23	Richard Kanowitz	Review and respond to emails to/from Moelis concerning distribution analysis for FTX debtors' bankruptcy case to value BlockFi claims against FTX debtors.	0.40
03/28/23	Richard Kanowitz	Review and analyze schedules, SOFAs, pleadings, presentations, notices and orders submitted in FTX debtors' bankruptcy case which impact and/or prejudice BlockFi legal rights and claims against FTX debtors.	1.30
03/29/23	Richard D. Anigian	Review updated draft of Stipulation to Stay with FTX and Emergent and discuss same (.4); multiple communications related to Stipulation to Stay (.7); analyze Debtor's, UCC's and other parties' objections to SBF's Motion re Insurance Proceeds (.9); analyze Debtors' Motion for Turnover regarding Exchange Entities (.3).	2.30
03/29/23	Richard Kanowitz	Review and analyze pleadings, notices and orders submitted in FTX debtors' bankruptcy case which impact and/or prejudice BlockFi legal rights and claims against FTX debtors.	0.80
03/30/23	Richard D. Anigian	Review declarations regarding retention of Walkers as ordinary course professional and communications regarding same (0.6); analyze Motion of FTX Digital JPL's related to Motion to Stay (0.8).	1.40
03/30/23	Charlie M. Jones	Receive and review certain filings in FTX bankruptcy proceedings relevant to BlockFi.	0.30
03/30/23	Richard Kanowitz	Review and analyze pleadings, notices and orders submitted in FTX debtors' bankruptcy case which impact and/or prejudice BlockFi legal rights and claims against FTX debtors.	1.10
03/31/23	Richard D. Anigian	Review Third financial update.	0.20

Chargeable Hours 35.70

Total Fees	\$40,962.00
Adjustment (12.5% Discount)	\$ (5,120.25)
Total Adjusted Fees	\$35,841.75

Invoice Number: 21585737

Matter Name: FTX/Alameda Proceedings

Client/Matter Number: 0063320.00023

Billing Attorney: Alexander Grishman

April 24, 2023

Page 5 of 5

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	0.70	\$1,075.00	\$752.50
Charlie M. Jones	0.30	\$1,000.00	\$300.00
Matthew Frankle	0.60	\$1,150.00	\$690.00
Richard D. Anigian	9.40	\$1,200.00	\$11,280.00
Richard Kanowitz	14.80	\$1,400.00	\$20,720.00
Jordan Chavez	7.20	\$775.00	\$5,580.00
Lauren Sisson	1.20	\$710.00	\$852.00
Kimberly Morzak	1.50	\$525.00	\$787.50
Total Professional Summary			\$40,962.00

Total Fees, Expenses and Charges **\$35,841.75**

Total Amount Due **USD \$35,841.75**

HAYNES BOONE

Invoice Number: 21585736

Invoice Date: April 24, 2023

Matter Name: Travel Time

Client/Matter Number: 0063320.00024

Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE

For Professional Services Through March 31, 2023

Total Fees	\$20,310.00
Adjustment (12.5% Discount)	\$ (2,538.75)
Total Adjusted Fees	\$17,771.25
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$17,771.25
Total Invoice Balance Due	USD \$17,771.25

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

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NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number 21585736 • Client Number 0063320.00024 • Attorney Alexander Grishman

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Invoice Number: 21585736

Matter Name: Travel Time

Client/Matter Number: 0063320.000024

Billing Attorney: Alexander Grishman

April 24, 2023

Page 2 of 3

For Professional Services Through March 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/12/23	Jordan Chavez	Non-working travel to New Jersey for omnibus hearing (billed at 1/2 of actual time).	3.00
03/13/23	Richard D. Anigian	Non-working travel to Delaware for Motion-Dismiss Hearing (billed at 1/2 of actual time).	1.10
03/13/23	Jordan Chavez	Non-working travel to Delaware for Emergent hearing (billed at 1/2 of actual time).	0.50
03/13/23	Charlie M. Jones	Non-working travel to Delaware for hearing on BlockFi's motion to dismiss Emergent's chapter 11 proceeding (billed at 1/2 of actual time).	1.30
03/13/23	Lauren Sisson	Non-working travel to hearing in Trenton; travel from Trenton to hearing in Delaware (billed at 1/2 of actual time).	1.00
03/14/23	Richard D. Anigian	Return non-working travel from Hearing in Delaware (billed at 1/2 of actual time).	3.30
03/14/23	Jordan Chavez	Non-working travel from Delaware hearing to Dallas (billed at 1/2 of actual time).	1.50
03/14/23	Charlie M. Jones	Return non-working travel to Dallas after hearing on BlockFi's motion to dismiss Emergent chapter 11 proceedings (billed at 1/2 of actual time).	3.40
03/14/23	Lauren Sisson	Non-working travel back from Wilmington hearing (billed at 1/2 of actual time).	1.50
03/21/23	Richard D. Anigian	Non-working travel to New York for UCC's 2004 examinations (billed at 1/2 of actual time).	1.40
03/23/23	Richard D. Anigian	Return non-working travel from 2004 Examinations held in New York (billed at 1/2 of actual time).	2.50

Chargeable Hours 20.50

Total Fees	\$20,310.00
Adjustment (12.5% Discount)	\$ (2,538.75)
Total Adjusted Fees	\$17,771.25

Invoice Number: 21585736

Matter Name: Travel Time

Client/Matter Number: 0063320.00024

Billing Attorney: Alexander Grishman

April 24, 2023

Page 3 of 3

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Charlie M. Jones	4.70	\$1,000.00	\$4,700.00
Richard D. Anigian	8.30	\$1,200.00	\$9,960.00
Jordan Chavez	5.00	\$775.00	\$3,875.00
Lauren Sisson	2.50	\$710.00	<u>\$1,775.00</u>
Total Professional Summary			\$20,310.00

Total Fees, Expenses and Charges **\$17,771.25**

Total Amount Due **USD \$17,771.25**

HAYNES BOONE

Invoice Number: 21585735
Invoice Date: April 24, 2023
Matter Name: International Issues
Client/Matter Number: 0063320.00025
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$17,950.00
Adjustment (12.5% Discount)	\$ (2,243.75)
Total Adjusted Fees	\$15,706.25
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$15,706.25
Total Invoice Balance Due	USD \$15,706.25

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
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ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21585735** • Client Number **0063320.00025** • Attorney Alexander Grishman

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Invoice Number: 21585735
 Matter Name: International Issues
 Client/Matter Number: 0063320.000025
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 2 of 4

For Professional Services Through March 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
03/01/23	Richard Kanowitz	Prepare for and conduct conference call with JPLs concerning seizure warrants issued by District Court in Washington to BlockFi International.	0.70
03/02/23	Richard Kanowitz	Prepare for and conduct conference call with K. Taylor (Walkers) concerning BF International compliance with seizure warrants issued by USDC in Washington to BlockFi.	0.40
03/02/23	Richard Kanowitz	Prepare for and conduct conference call with Bermuda JPLs, Walkers, BlockFi legal and financial teams concerning developments and updates in chapter 11 cases and Bermuda proceedings.	0.80
03/02/23	J. Frasher Murphy	Prepare for and participate in update call with JPLs.	1.00
03/08/23	Richard Kanowitz	Review and respond to emails to/from Bermuda JPLs concerning update and developments in proceedings for wind up of Emergent.	0.20
03/09/23	Richard Kanowitz	Prepare for and conduct conference call with Bermuda JPLs, Walkers, BlockFi legal and financial teams concerning developments and updates in chapter 11 cases and Bermuda proceedings.	0.90
03/10/23	Jordan Chavez	Correspond with Mr. White regarding Walkers insolvency fees approved by Bermuda court.	0.30
03/10/23	Richard Kanowitz	Prepare for and conduct conference call with Bermuda JPLs, Walkers, BlockFi legal and financial teams concerning SVB developments.	0.70
03/12/23	Jordan Chavez	Correspond with JPLs regarding trustee's motion to compel and related issues.	0.50
03/12/23	Richard Kanowitz	Communication with Bermuda JPLs concerning SVB and related banking issues.	0.30
03/12/23	Richard Kanowitz	Prepare for and conduct conference call with Bermuda JPLs concerning SVB and related banking issues.	0.60
03/12/23	Richard Kanowitz	Communication with Bermuda JPLs concerning court hearing in DE on 3/14 concerning BlockFi motion to dismiss Emergent chapter 11 filing.	0.40
03/12/23	J. Frasher Murphy	Analysis of issues regarding transfers of BF International funds (.3); email correspondence with JPLs in connection with same (.3).	0.60
03/13/23	Richard Kanowitz	Prepare for and conduct conference call with Bermuda JPLs concerning BlockFi complaint to enjoin class action litigation.	0.40

Invoice Number: 21585735
 Matter Name: International Issues
 Client/Matter Number: 0063320.000025
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 3 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/14/23	Richard Kanowitz	Post hearing communications with Bermuda JPLs concerning BlockFi motion to dismiss Emergent bankruptcy petition and related proceedings.	0.60
03/14/23	Richard Kanowitz	Prepare for and conduct conference call with Bermuda JPLs concerning developments and issues in chapter 11 proceedings, including business and litigation matters.	0.80
03/20/23	Richard Kanowitz	Prepare for and conduct conference call with BRG and Walkers concerning inter-company debt and related issues.	0.70
03/21/23	Richard Kanowitz	Review and respond to emails from PBGC concerning Bermuda pension plan issues.	0.20
03/22/23	Richard Kanowitz	Review and respond to email from Bermuda JPLs and BlockFi legal team concerning recent developments and case issues.	0.30
03/24/23	Richard Kanowitz	Review and respond to emails from/to Bermuda JPLs, BRG and BlockFi legal and financial teams concerning updates and developments in chapter 11 proceedings and financial reporting issues.	0.60
03/27/23	Richard Kanowitz	Prepare for and attend conference call with Bermuda JPLs and BlockFi legal team concerning recent developments and case issues.	1.10
03/29/23	Richard Kanowitz	Review and respond to emails to/from Bermuda JPLs concerning board meeting and chapter 11 updates.	0.20
03/29/23	Richard Kanowitz	Review and respond to emails to/from Bermuda JPLs and BlockFi financial team concerning seizure warrant compliance and movement of crypto from wallets.	0.30
03/31/23	Jordan Chavez	Correspond with Mr. Grishman and Mr. McCarthy regarding international escrow.	0.40
03/31/23	Richard Kanowitz	Review and respond to emails from/to Bermuda JPLs and Walkers concerning international loan portfolio analysis, class action lawsuit status, scheduled court hearings, negotiation of plan of reorganization and key chapter 11 developments.	0.70

Chargeable Hours 13.70

Total Fees	\$17,950.00
Adjustment (12.5% Discount)	\$ (2,243.75)
Total Adjusted Fees	\$15,706.25

Invoice Number: 21585735

Matter Name: International Issues

Client/Matter Number: 0063320.000025

Billing Attorney: Alexander Grishman

April 24, 2023

Page 4 of 4

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
J. Frasher Murphy	1.60	\$1,100.00	\$1,760.00
Richard Kanowitz	10.90	\$1,400.00	\$15,260.00
Jordan Chavez	1.20	\$775.00	\$930.00
Total Professional Summary			\$17,950.00

Total Fees, Expenses and Charges **\$15,706.25**

Total Amount Due **USD \$15,706.25**

HAYNES BOONE

Invoice Number: 21585734
Invoice Date: April 24, 2023
Matter Name: Executory Contracts & Unexpired Leases
Client/Matter Number: 0063320.00026
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$29,611.00
Adjustment (12.5% Discount)	\$ (3,701.38)
Total Adjusted Fees	\$25,909.62
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$25,909.62
Total Invoice Balance Due	USD \$25,909.62

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001
For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4
SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S
Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number 21585734 • Client Number 0063320.00026 • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585734

Matter Name: Executory Contracts & Unexpired Leases

Client/Matter Number: 0063320.00026

Billing Attorney: Alexander Grishman

April 24, 2023

Page 2 of 3

For Professional Services Through March 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
03/06/23	Jordan Chavez	Correspond with Ms. Sherald regarding executory contract rejection analysis and preparation of notice regarding same.	0.50
03/06/23	ReNecia Sherald	Review executory contracts (2.4); draft summary of the same (1.6).	4.00
03/07/23	ReNecia Sherald	Review executory contracts (.9); draft summary of the same (.2).	1.10
03/08/23	ReNecia Sherald	Review and analyze executory contracts (.8); revise summary chart regarding the same (.2).	1.00
03/09/23	Jordan Chavez	Correspond with Ms. Henry regarding executory contracts for rejection.	0.20
03/11/23	ReNecia Sherald	Review executory contracts (2.0); draft summary of the same (.9).	2.90
03/13/23	ReNecia Sherald	Continue to review executory contracts (1.8); draft summary of the same (.4).	2.20
03/13/23	David Staab	Analyze and review rights and remedies under certain BlockFi agreements (1.9); communicate with M. Frankle regarding the same (.4).	2.30
03/14/23	ReNecia Sherald	Review executory contracts (3.6); draft summary of the same (.6).	4.20
03/15/23	ReNecia Sherald	Review executory contracts (3.2); draft summary of the same (.6).	3.80
03/15/23	David Staab	Analyze and review case law and statutory authority regarding certain rights and remedies in relation to certain BlockFi executory contracts and related documents (3.3); prepare summary of the same (.3).	3.60
03/16/23	Richard Kanowitz	Review and respond to emails from BlockFi business and legal teams concerning entry into post-petition agreements and contracts,	0.30
03/18/23	ReNecia Sherald	Review executory contracts (5.1); draft summary of the same (1.7).	6.80
03/19/23	ReNecia Sherald	Review executory contracts (2.1); draft summary of the same (.4).	2.50
03/23/23	ReNecia Sherald	Review authorities on [REDACTED]	1.70
03/24/23	Jordan Chavez	Review and analyze [REDACTED] and correspond with Mr. Spack regarding same.	0.50
03/27/23	Jordan Chavez	Advise BlockFi team on [REDACTED] contract.	0.30
03/28/23	Jordan Chavez	Advise BlockFi team regarding renewal of [REDACTED].	0.30
03/29/23	Jordan Chavez	Advise BlockFi legal team regarding [REDACTED].	0.20

Invoice Number: 21585734

April 24, 2023

Matter Name: Executory Contracts & Unexpired Leases

Page 3 of 3

Client/Matter Number: 0063320.00026

Billing Attorney: Alexander Grishman

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/31/23	Jordan Chavez	Correspond with Ms. Henry and Ms. Sisson regarding executory contract rejection analysis (.4); correspond with Ms. Florez regarding [REDACTED] services executory contract analysis and assumption/rejection procedures (.2).	0.60
03/31/23	Lauren Sisson	Review software contract and other documents from client (.5); research case law on executory contracts/damages (2.6); draft summary of findings (.9).	4.00

Chargeable Hours 43.00

Total Fees	\$29,611.00
Adjustment (12.5% Discount)	\$ (3,701.38)
Total Adjusted Fees	\$25,909.62

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Richard Kanowitz	0.30	\$1,400.00	\$420.00
David Staab	5.90	\$900.00	\$5,310.00
Jordan Chavez	2.60	\$775.00	\$2,015.00
Lauren Sisson	4.00	\$710.00	\$2,840.00
ReNecia Sherald	30.20	\$630.00	\$19,026.00

Total Professional Summary **\$29,611.00**

Total Fees, Expenses and Charges	\$25,909.62
Total Amount Due	USD \$25,909.62

HAYNES BOONE

Invoice Number: 21585733
Invoice Date: April 24, 2023
Matter Name: Discovery
Client/Matter Number: 0063320.00027
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$86,761.00
Adjustment (12.5% Discount)	\$ (10,845.13)
Total Adjusted Fees	\$75,915.87
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$75,915.87
Total Invoice Balance Due	USD \$75,915.87

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21585733** • Client Number **0063320.00027** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585733
Matter Name: Discovery
Client/Matter Number: 0063320.000027
Billing Attorney: Alexander Grishman

April 24, 2023
Page 2 of 4

For Professional Services Through March 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/02/23	Kimberly Morzak	Organize and bates label documents for production in Williams v. Williams litigation.	1.60
03/04/23	Richard D. Anigian	Communications regarding [REDACTED]	0.20
03/04/23	Richard Kanowitz	Review and respond to emails from BlockFi legal concerning [REDACTED] [REDACTED]	0.60
03/06/23	Alexander Grishman	Attention to issues with deposition requests from UCC.	0.50
03/06/23	Richard Kanowitz	Review and respond to emails from BlockFi legal and financial teams concerning [REDACTED]	0.80
03/06/23	Lauren Sisson	Review emails from in house counsel and R. Kanowitz on [REDACTED] [REDACTED]	0.10
03/06/23	David Staab	Communicate with counsel for party issuing non-party subpoena to BlockFi and work to resolve the same.	0.30
03/06/23	David Staab	Analyze and review certain issues in connection with [REDACTED] [REDACTED]	3.30
03/08/23	Richard Kanowitz	Prepare for and conduct meeting with BlockFi legal and financial teams concerning [REDACTED].	4.20
03/09/23	Richard Kanowitz	Review and respond to emails from BlockFi legal and financial teams concerning [REDACTED]	0.90
03/12/23	Richard Kanowitz	Review and analyze 30(b)(6) subpoena issued to company from UCC in connection with UCC 2004 examinations.	0.70
03/13/23	David Staab	Prepare document production and form of business records affidavit in response to non-party subpoena.	0.60
03/14/23	Kimberly Morzak	Organize and bates label production documents for Johnson subpoena.	0.30
03/16/23	Richard Kanowitz	Prepare witnesses for 2004 depositions of UCC.	5.20
03/17/23	Alexander Grishman	Review details from Mr. Spack's deposition (.3); review transcript from Mr. Spack's deposition (1.3).	1.60
03/17/23	Richard Kanowitz	Prepare for and attend 2004 deposition of David Spack.	4.50

Invoice Number: 21585733
 Matter Name: Discovery
 Client/Matter Number: 0063320.000027
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 3 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/17/23	Richard Kanowitz	Review and respond to emails from/to BlockFi legal team on [REDACTED]	0.30
03/20/23	Charlie M. Jones	Work on issues concerning preservation of attorney-client privilege and work-product protections.	0.70
03/21/23	Richard D. Anigian	Participate in 2004 examinations of Rob Loban and Ms. Henry by UCC.	3.00
03/21/23	Richard Kanowitz	Prepare for and attend 2004 deposition of Robert Loban.	3.50
03/21/23	Richard Kanowitz	Prepare for and attend 2004 deposition of Michelle Henry.	2.50
03/22/23	Richard D. Anigian	Participate in preparation call for 2004 exams of Mr. Prince and Ms. Marquez.	2.00
03/22/23	Alexander Grishman	Review rough draft of depositions for R. Loban and M. Henry.	1.30
03/22/23	Richard Kanowitz	Prepare witnesses for 2004 depositions.	2.10
03/23/23	Richard D. Anigian	Participate in 2004 examination of Mr. Cheela.	8.00
03/23/23	Richard Kanowitz	Prepare for and attend deposition of Amit Cheela.	4.50
03/24/23	Richard Kanowitz	Prepare for and conduct conference call with BRG concerning [REDACTED]	0.30
03/24/23	Richard Kanowitz	Prepare for and conduct conference call with UCC counsel concerning UCC demands for data and information on intercompany loans.	0.30
03/24/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED].	0.40
03/27/23	Richard D. Anigian	Attention to exhibits from Cheela examination and communication regarding same (.3); communications regarding upcoming preparations for and defense of UCC examination (.3).	0.60
03/27/23	Alexander Grishman	Review initial draft of transcript from Mr. Cheela deposition.	1.30
03/27/23	Richard Kanowitz	Review and respond to emails from BlockFi legal and counsel to UCC concerning [REDACTED].	0.70
03/27/23	Richard Kanowitz	Review and respond to emails from BlockFi legal, BRG, counsel to UCC and M3 concerning discovery of information and data for intercompany loans.	0.40
03/28/23	Richard D. Anigian	Preparations for upcoming 2004 Examinations of Mr. Prince and Ms. Marquez.	1.20
03/28/23	Richard Kanowitz	Review and respond to emails to/from S. Southall concerning third party subpoena issued by UCC for 2004 deposition of [REDACTED]	0.60

Invoice Number: 21585733

Matter Name: Discovery

Client/Matter Number: 0063320.000027

Billing Attorney: Alexander Grishman

April 24, 2023

Page 4 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/30/23	Richard D. Anigian	Conference call regarding UCC's request for 2004 from [REDACTED] (.4); review draft subpoena (.2).	0.60
03/30/23	Richard D. Anigian	Conference call regarding UCC's Request for 2004 from [REDACTED] (.4); review draft subpoena (.2).	0.60
03/30/23	Richard Kanowitz	Prepare witness for 2004 deposition by UCC.	3.40
03/30/23	Richard Kanowitz	Prepare for and conduct conference call with attorney for third party witness regarding 2004 subpoena issued by UCC.	0.30
03/31/23	Richard D. Anigian	Review communication regarding 30(b)(6) designations and preparation for upcoming 2004 of Mr. Prince.	1.30
03/31/23	Richard Kanowitz	Prepare witness for 2004 deposition by UCC.	3.20

Chargeable Hours 68.50

Total Fees	\$86,761.00
Adjustment (12.5% Discount)	\$ (10,845.13)
Total Adjusted Fees	\$75,915.87

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	4.70	\$1,075.00	\$5,052.50
Charlie M. Jones	0.70	\$1,000.00	\$700.00
Richard D. Anigian	17.50	\$1,200.00	\$21,000.00
Richard Kanowitz	39.40	\$1,400.00	\$55,160.00
David Staab	4.20	\$900.00	\$3,780.00
Lauren Sisson	0.10	\$710.00	\$71.00
Kimberly Morzak	1.90	\$525.00	\$97.50

Total Professional Summary **\$86,761.00**

Total Fees, Expenses and Charges	\$75,915.87
Total Amount Due	USD \$75,915.87

HAYNES BOONE

Invoice Number: 21585732
Invoice Date: April 24, 2023
Matter Name: Corporate Governance/Securities/Board Matters
Client/Matter Number: 0063320.00028
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$34,190.50
Adjustment (12.5% Discount)	\$ (4,273.81)
Total Adjusted Fees	\$29,916.69
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$29,916.69
Total Invoice Balance Due	USD \$29,916.69

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21585732** • Client Number **0063320.00028** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585732

Matter Name: Corporate Governance/Securities/Board Matters

Client/Matter Number: 0063320.00028

Billing Attorney: Alexander Grishman

April 24, 2023

Page 2 of 4

For Professional Services Through March 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/01/23	Matthew Frankle	Review and comments to talking points for [REDACTED] and discussion on same with BlockFi.	0.70
03/01/23	Alexander Grishman	Review updated board package.	0.70
03/01/23	Richard Kanowitz	Prepare for and attend conference call with CEO, COO, CRO, BlockFi legal and financial team and advisors concerning developments and case issues.	0.70
03/01/23	Richard Kanowitz	Prepare for and conduct board call with directors of all debtors.	1.60
03/02/23	Richard Kanowitz	Prepare for and conduct conference call with CEO, COO, CRO, BlockFi legal and financial teams concerning developments and updates in chapter 11 cases.	0.60
03/03/23	Matthew Frankle	Board meeting for JV (.5); revision of resolution (.9).	1.40
03/03/23	Richard Kanowitz	Prepare for and attend conference call with CEO, COO, CRO, BlockFi legal and financial team and advisors concerning developments and case issues.	0.60
03/06/23	Matthew Frankle	Redraft of minutes for special meeting of JV.	0.60
03/06/23	Richard Kanowitz	Prepare for and conduct conference call with CEO, COO, CRO, BlockFi legal and financial teams concerning chapter 11 case issues and developments.	0.30
03/07/23	Richard Kanowitz	Prepare for and conduct conference call with CEO, COO, CRO, BlockFi legal and financial teams concerning chapter 11 case issues and developments.	0.60
03/09/23	Matthew Frankle	Revise resolutions to Board Minutes for JV.	1.00
03/09/23	Lauren Sisson	Participate in call with counsel for COO regarding [REDACTED].	0.60
03/11/23	Richard D. Anigian	Multiple communications related to [REDACTED].	0.90
03/11/23	Richard Kanowitz	Prepare for and conduct conference call with CRO, CEO, COO, BlockFi legal and financial teams concerning chapter 11 case issues and developments.	1.40
03/12/23	Richard Kanowitz	Prepare for and conduct conference call with CRO, CEO, COO, BlockFi legal and financial teams concerning chapter 11 case issues and developments.	0.40

Invoice Number: 21585732

Matter Name: Corporate Governance/Securities/Board Matters

Client/Matter Number: 0063320.00028

Billing Attorney: Alexander Grishman

April 24, 2023

Page 3 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/13/23	Richard Kanowitz	Prepare for and conduct conference call with CEO, COO, CRO, BlockFi legal and financial teams concerning chapter 11 case issues and developments.	0.80
03/15/23	Jordan Chavez	Review and revise board update deck and correspond with Mr. Rogala regarding same.	0.30
03/15/23	Matthew Frankle	Update of Board minutes for JV.	0.40
03/15/23	Richard Kanowitz	Prepare for and conduct conference call with CRO, CEO, COO, BlockFi legal and financial teams concerning chapter 11 case issues and developments.	0.20
03/17/23	Matthew Frankle	Attend board meeting for JV.	0.50
03/17/23	Matthew Frankle	Review of draft Board deck.	0.40
03/17/23	Alexander Grishman	Review BRG board presentation on [REDACTED] (.8); draft comments to board presentation (.9).	1.70
03/17/23	Richard Kanowitz	Review, analyze and edit update for board meeting.	0.60
03/17/23	J. Frasher Murphy	Review draft of board update deck.	0.40
03/17/23	Lauren Sisson	Review BRG submissions to board and JPL board.	0.50
03/18/23	Richard Kanowitz	Review and respond to emails to/from BRG and BlockFi financial team concerning update for board meeting.	0.40
03/20/23	Richard Kanowitz	Prepare for and conduct conference call with CEO, COO, CRO, BlockFi legal and financial teams concerning developments and chapter 11 case issues.	0.70
03/22/23	Richard Kanowitz	Prepare for and conduct conference call with CEO, COO, BlockFi legal and financial teams concerning case issues and developments in chapter 11 cases.	0.40
03/24/23	Richard Kanowitz	Prepare for and conduct conference call with CEO, COO, CRO, BlockFi legal and financial teams concerning developments and chapter 11 case issues.	0.80
03/27/23	Richard Kanowitz	Prepare for and conduct conference call with CEO, COO, CRO, BlockFi legal and financial teams concerning case issues and developments in chapter 11 cases.	0.80
03/28/23	Richard Kanowitz	Review and respond to emails from BRG concerning board update on case issues and developments in chapter 11 cases.	0.40
03/28/23	Richard Kanowitz	Prepare for and conduct conference call with CEO, COO, CRO, BlockFi legal and financial teams concerning case issues and developments in chapter 11 cases.	0.80

Invoice Number: 21585732

Matter Name: Corporate Governance/Securities/Board Matters

Client/Matter Number: 0063320.00028

Billing Attorney: Alexander Grishman

April 24, 2023

Page 4 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/29/23	Richard Kanowitz	Review, analyze and edit presentation to board concerning developments and chapter 11 case issues.	0.40
03/29/23	Richard Kanowitz	Prepare for and conduct conference call with CEO, COO, BlockFi legal and financial teams concerning developments and chapter 11 case issues.	0.80
03/29/23	Richard Kanowitz	Prepare for and conduct conference call with Board, CRO, CEO, COO, and BlockFi legal team concerning developments and chapter 11 case issues.	1.40
03/29/23	Lauren Sisson	Participate in call with client, board, BRG, and JPLs on current case issues, sales, and various plan scenarios.	1.70
03/30/23	Richard Kanowitz	Prepare for and conduct conference call with CEO, COO, CRO, BlockFi legal and financial teams concerning developments and chapter 11 case issues.	0.40
03/31/23	Richard Kanowitz	Prepare for and conduct conference call with CEO, COO, CRO, BlockFi legal and financial teams concerning case issues and developments in chapter 11 cases.	0.70

Chargeable Hours 27.60

Total Fees	\$34,190.50
Adjustment (12.5% Discount)	\$ (4,273.81)
Total Adjusted Fees	\$29,916.69

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	2.40	\$1,075.00	\$2,580.00
J. Frasher Murphy	0.40	\$1,100.00	\$440.00
Matthew Frankle	5.00	\$1,150.00	\$5,750.00
Richard D. Anigian	0.90	\$1,200.00	\$1,080.00
Richard Kanowitz	15.80	\$1,400.00	\$22,120.00
Jordan Chavez	0.30	\$775.00	\$232.50
Lauren Sisson	2.80	\$710.00	\$1,988.00

Total Professional Summary \$34,190.50

Total Fees, Expenses and Charges \$29,916.69

Total Amount Due USD \$29,916.69

HAYNES BOONE

Invoice Number: 21585731
Invoice Date: April 24, 2023
Matter Name: Preparation of Motions, Applications and Other Pleadings
Client/Matter Number: 0063320.00029
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$116,885.50
Adjustment (12.5% Discount)	\$ (14,610.69)
Total Adjusted Fees	\$102,274.81
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$102,274.81
Total Invoice Balance Due	USD \$102,274.81

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

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NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number 21585731 • Client Number 0063320.00029 • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585731

Matter Name: Preparation of Motions, Applications and Other Pleadings

Client/Matter Number: 0063320.00029

Billing Attorney: Alexander Grishman

April 24, 2023

Page 2 of 7

For Professional Services Through March 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/01/23	Jordan Chavez	Review and revise 365(d)(4) motion and correspond with Ms. Sherald and committee counsel regarding same (.9); correspond with Ms. Henry and Ms. Sherald regarding first omnibus rejection notice and contract analysis related to same (.5); review, analyze, summarize, and compile information related to [REDACTED] dispute and correspond with Mr. Zavala regarding adversary proceeding and turnover motion (1.0); review and revise proposed insurance revisions to claims procedures order and correspond with Mr. Zavala regarding same (.3); review and revise first omnibus claims objection and correspond with Mr. Zavala regarding same (.5).	3.20
03/01/23	Richard Kanowitz	Review and respond to emails concerning edits and modifications to motion to extend time to assume or reject leases.	0.20
03/01/23	Richard Kanowitz	Review, analyze and edit claims objection motion.	0.80
03/01/23	ReNecia Sherald	Review and revise 365(d)(4) Motion (.3); review and revise Bridge Order regarding the same (.2).	0.50
03/01/23	Tom Zavala	Draft and revise [REDACTED] turnover motion and motion to extend lease deadline (3.0); review and revise draft stipulation from UST on extension of rule 4007 deadline (1.6).	4.60
03/02/23	Jordan Chavez	Correspond with Mr. Zavala and Mr. Shankweiler regarding claims procedures motion (.3); correspond with Mr. Zavala regarding 365(d)(4) motion and leases related to same (.4).	0.70
03/02/23	Richard Kanowitz	Review, analyze and edit application to extend discharge objection deadline for USA and its agencies, including proposed stipulation between USA and BlockFi.	1.10
03/02/23	Richard Kanowitz	Review and respond to emails with UCC counsel and DOJ concerning draft application to extend discharge objection deadline for USA and its agencies, including proposed stipulation between DOJ and BlockFi.	0.70
03/02/23	Tom Zavala	Draft and revise application in lieu of motion regarding Rule 4007(c) extension, address comments, and coordinate filing of same (4.5); final review 365(d)(4) extension motion and coordinate filing of same (.5).	5.00
03/03/23	Matthew Frankle	Review of Sale Motion and response to inquiry on same.	0.40
03/03/23	Richard Kanowitz	Review and respond to emails from DOJ and SEC concerning approval of application and stipulation extending the time for USA to file nondischargeable complaint against BlockFi.	0.30

Invoice Number: 21585731

Matter Name: Preparation of Motions, Applications and Other Pleadings

Client/Matter Number: 0063320.00029

Billing Attorney: Alexander Grishman

April 24, 2023

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/03/23	Tom Zavala	Solicit comments from UCC and client regarding Rule 4007(c) extension application and coordinate filing of same (.6); draft and revise [REDACTED] Turnover motion (1.1).	1.70
03/06/23	Tom Zavala	Draft and revise [REDACTED] turnover motion.	0.80
03/07/23	Tom Zavala	Revise claims procedures order and prepare notice of revised order regarding same (1.0); coordinate filing of same (.2).	1.20
03/08/23	Jordan Chavez	Review and analyze report regarding [REDACTED] turnover and correspond with Mr. Zavala regarding preparation of motion and adversary proceeding.	0.50
03/08/23	Kenneth J. Rusinko	Compile relevant information and draft Pro Hac Vice Application for A. Furness.	1.00
03/08/23	Lauren Sisson	Begin research on [REDACTED] for bankruptcy law section of letter to state regulators and motion to stay/compel.	1.20
03/08/23	Tom Zavala	Draft and revise [REDACTED] turnover motion and correspond with R. Kanowitz and J. Chavez regarding same.	6.40
03/09/23	Jordan Chavez	Correspond with Mr. Kanowitz regarding [REDACTED] turnover adversary.	0.20
03/10/23	Jordan Chavez	Correspond with Ms. Thorne and Mr. Zavala regarding [REDACTED] negotiations and turnover motion.	0.30
03/12/23	Lauren Sisson	Continue research on [REDACTED] for bankruptcy law section of letter to state regulators and motion to stay/compel (2.8); begin drafting language for same (1.7).	4.50
03/13/23	Matthew Frankle	Review of Druk complaint.	0.60
03/13/23	Tom Zavala	Draft and revise turnover motion.	1.80
03/14/23	Lauren Sisson	Review proposed Consent Order from NJ Bureau of Securities and draft application in lieu of motion.	0.90
03/14/23	Tom Zavala	Research case law for [REDACTED] turnover motion.	0.20
03/15/23	Jordan Chavez	Correspond with Ms. Sisson regarding application for extension of 523 deadline and proposed consent order changes (.5); correspond with Mr. Zavala, Ms. Thorne, and Mr. Kanowitz regarding [REDACTED] adversary and turnover motion (.3); correspond with Ms. Sisson, Mr. Zavala, and Ms. Sherald regarding motion preparation for April and May omnibus hearings (.4); correspond with Mr. Kanowitz regarding exclusivity extension deadlines and motion (.2).	1.40
03/15/23	Lauren Sisson	Correspond with J. Chavez regarding application in lieu of motion and consent order with NJBS.	0.30

Invoice Number: 21585731

Matter Name: Preparation of Motions, Applications and Other Pleadings

Client/Matter Number: 0063320.00029

Billing Attorney: Alexander Grishman

April 24, 2023

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/15/23	Lauren Sisson	Review final draft of letter to state regulators (.2); begin drafting motion to enforce the stay/compel compliance with 11 U.S.C. 525 against state regulator (.9)	1.10
03/15/23	Lauren Sisson	Send application in lieu of motion to extend Rule 4007 deadline to client and co-counsel for approval (.2); review and reply to responses (.1); prepare same for filing (.5).	0.80
03/15/23	Tom Zavala	Research case law and draft and revise [REDACTED] turnover motion.	3.90
03/16/23	Jordan Chavez	Review and revise [REDACTED] complaint and turnover motion and correspond with Mr. Zavala regarding same (2.0); correspond with Ms. Sisson regarding preparation of confidentiality agreement (.3); review docket and correspond with Mr. Kirschner regarding Scratch retail loan payment motion (.2).	2.50
03/16/23	Lauren Sisson	Correspond with local counsel and opposing counsel on application and consent order (.4), prepare application for filing (1.1).	1.50
03/16/23	Tom Zavala	Draft and revise [REDACTED] turnover motion.	7.10
03/17/23	Jordan Chavez	Correspond with Mr. Ferris, Ms. Yudkin, Ms. Hollander, Mr. Yates, and Mr. Rusinko regarding adversary complaint and related documents for filing against Druk Holding (.8); provide feedback on [REDACTED] adversary complaint and related issues and correspond with Mr. Kanowitz, Ms. Thorne, and Mr. Zavala regarding same (.5).	1.30
03/17/23	Kenneth J. Rusinko	Compile relevant information, review draft complaint and prepare Pro Hac Vice Application for M. Ferris for filing in the Druk Holdings adversary.	1.20
03/18/23	Matthew Frankle	Review of Diyanni Declaration in support of mining assets.	0.30
03/20/23	Tom Zavala	Draft and revise motion to sell and assign [REDACTED] loans.	2.30
03/21/23	Jordan Chavez	Review and analyze exclusivity motion and correspond with Mr. Kanowitz regarding revisions to same (.5); review information request from Washington and correspond with Ms. Gopalakrishna regarding response to same (.5); review and revise confidentiality agreement and correspond with BlockFi legal, Ms. Sisson, Mr. Frankle, and Mr. Kanowitz regarding same (1.5).	2.50
03/21/23	Lauren Sisson	Begin drafting motion to enforce the stay/request for injunction/525 violation in state regulator license matter.	4.10
03/21/23	Tom Zavala	Draft and revise motion to sell and assign [REDACTED] Loans.	3.30
03/22/23	Jordan Chavez	Correspond with Mr. Kanowitz, Ms. Thorne, and Mr. Zavala regarding turnover adversary and memorandum preparation and provide analysis regarding same (.6); correspond with Ms. Sisson and Mr. Kanowitz regarding motion to enforce automatic stay (.4).	1.00

Invoice Number: 21585731

Matter Name: Preparation of Motions, Applications and Other Pleadings

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April 24, 2023

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/22/23	Lauren Sisson	Continue drafting preliminary statement, background, and argument summary for motion for injunction/362/525 against state banking regulator.	2.90
03/22/23	Tom Zavala	Draft and revise [REDACTED] turnover motion (2.0); draft and revise [REDACTED] loan sale motion (3.3).	5.30
03/23/23	Kimberly Morzak	Draft and revise pro hac vice motion and order for Ms. Thorne.	0.90
03/23/23	Tom Zavala	Draft and revise [REDACTED] Turnover motion to address R. Kanowitz's comments (2.1); draft and revise [REDACTED] loan sale motion to address M. Ferris's comments (2.2).	4.30
03/24/23	Matthew Frankle	Review of Assignment Motion for [REDACTED] loans.	0.90
03/24/23	Lauren Sisson	Continue drafting preliminary statement, background, and argument summary for motion for injunction/362/525 against state banking regulator.	1.90
03/24/23	Tom Zavala	Update [REDACTED] turnover motion.	0.10
03/27/23	Jordan Chavez	Correspond with Mr. Ferris, Ms. Sisson, and Mr. Kanowitz regarding motion to enforce automatic stay against dept. of banking.	0.50
03/27/23	Matt Ferris	Review and comment on revised draft of motion to approve sale of certain institutional loans (.7); multiple calls and emails with BlockFi, BRG and Moelis teams regarding finalizing same (.5).	1.20
03/27/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal concerning comments to [REDACTED].	0.20
03/27/23	Lauren Sisson	Continue drafting argument section of stay/injunction/525 violation motion.	5.70
03/27/23	Lauren Sisson	Participate in Zoom call with M. Ferris and J. Chavez on state regulatory proceedings motion and complaint.	0.50
03/27/23	Tom Zavala	Draft and revise certification to [REDACTED] loan sale motion and address comments (1.3); draft and revise [REDACTED] turnover motion to incorporate data from J. Duhl (.9).	2.20
03/28/23	Jordan Chavez	Review and analyze ad hoc loan committee letter and conduct analysis of [REDACTED].	3.20
03/28/23	Matt Ferris	Review, revise and work on finalizing motion to sell certain institutional loans.	0.70
03/28/23	Lauren Sisson	Finish initial draft of stay/injunction/525 motion and send to J. Chavez for review.	5.10
03/28/23	Tom Zavala	Draft and revise motion to sell [REDACTED] loan motion and correspond with UST regarding same.	1.50

Invoice Number: 21585731

Matter Name: Preparation of Motions, Applications and Other Pleadings

Client/Matter Number: 0063320.00029

Billing Attorney: Alexander Grishman

April 24, 2023

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/29/23	Jordan Chavez	Review and revise motion to enforce automatic stay/for preliminary injunction and correspond with Mr. Kanowitz, Mr. Ferris, and Ms. Sisson regarding same (4.0); correspond with Mr. Ferris regarding Renzi declaration for [REDACTED] motion (.2).	4.20
03/29/23	Matt Ferris	Review, revise and work on finalizing motion to sell certain institutional loans and motion to seal related to same (1.6); multiple calls and emails with BlockFi, BRG, Moelis, and CS teams regarding same (1.0); correspond with UCC and other parties in interest regarding same (.4); follow up correspondence with HB team regarding next steps on motion (.3).	3.30
03/29/23	Matthew Frankle	Review of Ad Hoc Loan holders memorandum (.5); research [REDACTED] (1.0).	1.50
03/29/23	Alexander Grishman	Review of ad hoc loan committee letter and undertake initial research [REDACTED]	1.80
03/29/23	Lauren Sisson	Incorporate J. Chavez edits/additions to motion for PI/525 violation.	2.50
03/29/23	Tom Zavala	Draft and revise motion to seal, [REDACTED] loan sale motion and declaration in support (4.0); coordinate reviews and address comments to all pleadings (.8); coordinate filing of same and address questions regarding service (.2).	5.00
03/30/23	Jordan Chavez	Review and analyze applicable law and caselaw for statement in response to ad hoc loan group and prepare draft statement including same.	10.10
03/30/23	Matthew Frankle	Review of case law on [REDACTED] (1.2); comments and review of response to loan holder ad hoc group (.7).	1.90
03/30/23	Lauren Sisson	Continue drafting complaint/proposed PI order for state license adversary.	3.70
03/30/23	Tom Zavala	Update [REDACTED] turnover motion.	0.80
03/31/23	Jordan Chavez	Review, revise, and finalize statement in response to ad hoc loan group letter and correspond with BlockFi legal, Mr. Grishman, Mr. Kanowitz, and Ms. Sisson regarding same.	2.00
03/31/23	Matthew Frankle	Review and revisions to letter to ad hoc lender group.	0.30
03/31/23	Alexander Grishman	Review and provide final comments to Kirkland changes to the response to ad hoc loan group letter.	0.40
03/31/23	Richard Kanowitz	Prepare BlockFi statement addressing property of the estate issues and setoff in response to LSA group's court filed letter.	0.80
03/31/23	Lauren Sisson	Continue drafting complaint/proposed PI order in state license adversary.	1.10

Invoice Number: 21585731

Matter Name: Preparation of Motions, Applications and Other Pleadings

Client/Matter Number: 0063320.00029

Billing Attorney: Alexander Grishman

April 24, 2023

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Chargeable Hours 149.90

Total Fees	\$116,885.50
Adjustment (12.5% Discount)	\$ (14,610.69)
Total Adjusted Fees	\$102,274.81

Timekeeper Summary

Timekeeper	Hours	Rate	Amount
Alexander Grishman	2.20	\$1,075.00	\$2,365.00
Matt Ferris	5.20	\$1,000.00	\$5,200.00
Matthew Frankle	5.90	\$1,150.00	\$6,785.00
Richard Kanowitz	4.10	\$1,400.00	\$5,740.00
Jordan Chavez	33.60	\$775.00	\$26,040.00
Lauren Sisson	37.80	\$710.00	\$26,838.00
ReNecia Sherald	0.50	\$630.00	\$315.00
Tom Zavala	57.50	\$730.00	\$41,975.00
Kenneth J. Rusinko	2.20	\$525.00	\$1,155.00
Kimberly Morzak	0.90	\$525.00	\$472.50

Total Professional Summary **\$116,885.50**

Total Fees, Expenses and Charges **\$102,274.81**

Total Amount Due **USD \$102,274.81**

HAYNES BOONE

Invoice Number: 21585730
Invoice Date: April 24, 2023
Matter Name: Reporting
Client/Matter Number: 0063320.00032
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$6,880.00
Adjustment (12.5% Discount)	\$ (860.00)
Total Adjusted Fees	\$6,020.00
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$6,020.00
Total Invoice Balance Due	USD \$6,020.00

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21585730** • Client Number **0063320.00032** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585730

Matter Name: Reporting

Client/Matter Number: 0063320.00032

Billing Attorney: Alexander Grishman

April 24, 2023

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For Professional Services Through March 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/16/23	Jordan Chavez	Review and analyze professional payment analysis for monthly operating report and correspond with BRG team regarding same.	0.30
03/16/23	Richard Kanowitz	Review and respond to emails to/from BRG concerning fees for estate professionals reflected in MORs.	0.40
03/17/23	Richard Kanowitz	Review and respond to emails from/to BRG concerning reporting approved professional fees in MOR.	0.30
03/20/23	Jordan Chavez	Review and analyze international reports and correspond with Ms. Duhl and Mr. Barbarito regarding same.	0.30
03/20/23	Richard Kanowitz	Review and respond to emails to/from BRG concerning MORs to be filed in case.	0.30
03/20/23	Richard Kanowitz	Review and analyze draft MORs to be filed in case.	0.60
03/21/23	Jordan Chavez	Review, analyze, and revise monthly operating reports and correspond with BRG team regarding same.	3.40
03/21/23	Richard Kanowitz	Review and respond to emails from/to BRG concerning MOR for OCP and estate professional fees.	0.70
03/24/23	Richard Kanowitz	Review and analyze weekly reporting presentation prepared by BRG for UCC professionals.	0.40

Chargeable Hours 6.70

Total Fees	\$6,880.00
Adjustment (12.5% Discount)	\$ (860.00)
Total Adjusted Fees	\$6,020.00

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Richard Kanowitz	2.70	\$1,400.00	\$3,780.00
Jordan Chavez	4.00	\$775.00	\$3,100.00

Total Professional Summary **\$6,880.00**

Invoice Number: 21585730

Matter Name: Reporting

Client/Matter Number: 0063320.00032

Billing Attorney: Alexander Grishman

April 24, 2023

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Total Fees, Expenses and Charges **\$6,020.00**

Total Amount Due **USD \$6,020.00**

HAYNES BOONE

Invoice Number: 21585728
Invoice Date: April 24, 2023
Matter Name: Communications with Creditors
Client/Matter Number: 0063320.00034
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$91,412.00
Adjustment (12.5% Discount)	\$ (11,426.50)
Total Adjusted Fees	\$79,985.50
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$79,985.50
Total Invoice Balance Due	USD \$79,985.50

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21585728** • Client Number **0063320.00034** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585728
Matter Name: Communications with Creditors
Client/Matter Number: 0063320.00034
Billing Attorney: Alexander Grishman

April 24, 2023
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For Professional Services Through March 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/01/23	Jordan Chavez	Review and analyze unredacted schedules and correspond with creditors and Kroll regarding same (.8); correspond with Mr. Baer regarding committee claim instructions (.2).	1.00
03/01/23	Richard Kanowitz	Review and respond to emails and voicemails of creditors seeking guidance on filing proofs of claim and retail loans.	1.40
03/01/23	Tom Zavala	Respond to creditor inquiries and correspond with Kroll regarding same.	2.10
03/02/23	Jordan Chavez	Correspond with Ms. Berman and Ms. Henry regarding \$0 claims and noticing for same.	0.30
03/02/23	Richard Kanowitz	Review and respond to emails and voicemails of creditors seeking guidance on filing proofs of claim and retail loans.	1.60
03/02/23	Richard Kanowitz	Prepare for and conduct conference call with UCC counsel, M3, Elementus, BRG and Moelis concerning case issues and developments.	0.40
03/02/23	Tom Zavala	Correspond with claimant asserting frivolous claims and serve omnibus objection via email.	0.60
03/03/23	Alexander Grishman	Review and provide further comments to [REDACTED] [REDACTED]	1.20
03/03/23	Richard Kanowitz	Review and respond to emails and voicemails of creditors seeking guidance on filing proofs of claim and retail loans.	0.80
03/03/23	Tom Zavala	Respond to client inquiries and address identity theft issue.	2.10
03/06/23	Jordan Chavez	Correspond with Ms. Duhl, Kroll team, and beneficiaries regarding deceased account holders.	0.30
03/06/23	Alexander Grishman	Review and provide comments to letter to Wallet stakeholders.	0.70
03/06/23	Richard Kanowitz	Review and respond to emails and voicemails of creditors seeking guidance on filing proofs of claim and other administrative matters for bankruptcy cases.	1.80
03/06/23	Lauren Sisson	Review voicemails from creditors contacting HB regarding proofs of claim.	0.20
03/06/23	Tom Zavala	Respond to creditor inquiries and coordinate certain responses with Kirkland.	1.10
03/07/23	Richard D. Anigian	Communication regarding comments to presentation materials.	0.30

Invoice Number: 21585728
 Matter Name: Communications with Creditors
 Client/Matter Number: 0063320.00034
 Billing Attorney: Alexander Grishman

April 24, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/07/23	Jordan Chavez	Correspond with BlockFi team, Mr. Newman, and Mr. Kanowitz regarding ad hoc loan holders committee inquiries.	0.80
03/07/23	Alexander Grishman	Review and provide comments to UCC update materials.	0.70
03/07/23	Richard Kanowitz	Prepare update on developments and case issues for weekly meeting with UCC and advisors.	0.80
03/07/23	Tom Zavala	Correspond with creditors regarding claims, bankruptcy case status and other issues.	1.00
03/08/23	Alexander Grishman	Review UCC comments to letter from Kirkland to Wallet holders regarding status of Wallet issues and timing of disbursement.	0.70
03/08/23	Richard Kanowitz	Review and respond to emails to/from UCC, Ad Hoc Group and 1031 Deferred concerning joint letter to stakeholders on status of wallet motion and related proceedings.	0.80
03/09/23	Jordan Chavez	Correspond with Mr. Petrie, Mr. Kanowitz, and Ms. Crowell regarding [REDACTED]	0.40
03/09/23	Richard Kanowitz	Prepare for and conduct conference call with UCC counsel, M3, Elementus, BRG and Moelis concerning case issues and developments.	0.40
03/09/23	Tom Zavala	Correspond with 14 creditors regarding claims, bankruptcy case status and other issues (4.8); solicit assistance from BlockFi and Kroll to respond to certain creditor inquiries (.5).	5.30
03/10/23	Tom Zavala	Respond to creditor inquiries.	0.50
03/13/23	J. Frasher Murphy	Review and respond to numerous inquiries from creditors.	0.40
03/13/23	Tom Zavala	Respond to creditor inquiries and correspond with Kroll regarding same.	1.60
03/14/23	Jordan Chavez	Correspond with Mr. McNeilly, Ms. Liou, and Ms. Henry regarding Ankura claim and schedule conference for same (.4); correspond with Ms. Henry, Mr. Mayers, Mr. Newman and Mr. Kanowitz regarding ad hoc loan account holders inquiries (.5).	0.90
03/14/23	Richard Kanowitz	Review and respond to emails and voicemails from creditors concerning filing proofs of claim, status of wallet motion and related proceedings.	0.80
03/14/23	Tom Zavala	Respond to creditor inquiries and coordinate with Kirkland and Kroll teams regarding same.	1.50
03/15/23	Jordan Chavez	Correspond with Ankura, Ms. Henry, Ms. Liou, Ms. Sisson, and Mr. Kanowitz regarding indenture and related claim filing (1.3); review and revise creditor correspondence regarding bar date (.1).	1.40

Invoice Number: 21585728
 Matter Name: Communications with Creditors
 Client/Matter Number: 0063320.00034
 Billing Attorney: Alexander Grishman

April 24, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/15/23	Richard Kanowitz	Prepare for and conduct conference call with UCC counsel, M3, Moelis and BRG concerning banking issues.	0.70
03/15/23	Richard Kanowitz	Review and respond to emails and voicemails from creditors concerning filing proofs of claim, status of wallet motion and related proceedings.	0.90
03/15/23	J. Frasher Murphy	Review and respond to inquiries from creditors regarding case status, claims, and related matters.	0.40
03/15/23	Lauren Sisson	Attend call with BIA Trustees on filing proof of claim (s).	0.40
03/15/23	Tom Zavala	Respond to creditor inquiries.	1.70
03/16/23	Richard D. Anigian	Review updated UCC presentation materials.	0.30
03/16/23	Jordan Chavez	Prepare response to ad hoc loan committee and correspond with Mr. Kanowitz and Mr. Newman regarding same (.7); correspond with committee counsel regarding weekly case updates (.6); compile schedule data and correspond with Ankura regarding claim filing (.4).	1.70
03/16/23	Matthew Frankle	Correspondence with account holder on tax reporting (.2); requests and correspondence on same with BlockFi (.2).	0.40
03/16/23	Lauren Sisson	Attend Teams meeting with BRG and UCC on case developments.	0.70
03/17/23	Richard D. Anigian	Review UCC presentation (.3); review updated Board presentation materials (.3).	0.60
03/17/23	Jordan Chavez	Correspond with Ms. Duhl and Mr. Zavala regarding decedent account correspondence with beneficiaries (.3); review and analyze unredacted schedule F for US BIA accounts and correspond with counsel to Ankura and Ms. Henry and Mr. Liou regarding same (.7); correspond with Mr. Newman regarding loan accounts (.4); review and revise confidentiality agreement with [REDACTED] and correspond with Ms. Sisson, Mr. Kanowitz, and BlockFi legal regarding same (1.0); correspond with Mr. Brown regarding equity ownership interests for claims process (.4); review and analyze Bar Date reminder and correspond with Mr. Jacobson and Ms. Adami regarding same (.3).	3.10
03/17/23	Alexander Grishman	Review Brown Rudnick UCC report to creditors.	1.20
03/17/23	Richard Kanowitz	Review and respond to emails and voicemails of creditors concerning filing proofs of claim, return of crypto and related issues.	1.30
03/17/23	Tom Zavala	Respond to creditor inquiries and coordinate with Kirkland and J. Duhl regarding same.	3.50
03/20/23	Alexander Grishman	Review and help with responses to questions/requests from ad hoc group of retail loan customers on treatment of retail loan collateral.	1.60

Invoice Number: 21585728
 Matter Name: Communications with Creditors
 Client/Matter Number: 0063320.00034
 Billing Attorney: Alexander Grishman

April 24, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/20/23	Richard Kanowitz	Review and respond to emails and voicemails from creditors concerning filing proofs of claim, status of wallet motion and related proceedings.	1.30
03/20/23	Tom Zavala	Respond to creditor inquiries and coordinate same with Kirkland team.	0.80
03/21/23	Jordan Chavez	Correspond with Mr. Zavala regarding responses to creditor inquiries.	0.20
03/21/23	Jordan Chavez	Correspond with Ankura, Ms. Henry, and Ms. Liou regarding US BIA claims (.3); correspond with Mr. Zavala regarding responses to creditor inquiries and review and analyze same (.3).	0.60
03/21/23	Richard Kanowitz	Review and respond to emails and voicemails from creditors concerning filing proofs of claim, status of wallet motion and related proceedings.	1.20
03/21/23	Tom Zavala	Respond to creditor inquiries and coordinate same with Kirkland team.	3.70
03/22/23	Jordan Chavez	Correspond with Mr. Aulet, Mr. Kanowitz, Ms. Margolis, [REDACTED] regarding unreturned wires (1.3); review and revise confidentiality agreement and correspond with Mr. Newman regarding same (.5); review and analyze BIA creditor inquiries and correspond with Mr. Zavala regarding responses to same (.4); review and analyze retail loan creditor inquiries and correspond with Mr. Zavala regarding proposed responses to same (.4).	2.60
03/22/23	Richard Kanowitz	Review and respond to emails and voicemails of creditors concerning filing proofs of claim, return of crypto and related issues.	1.40
03/22/23	Tom Zavala	Respond to creditor inquiries.	0.60
03/23/23	Jordan Chavez	Review and revise responses to creditor inquiries and correspond with Mr. Zavala regarding same (.2); correspond with Mr. Falanga regarding proof of claim process (.2).	0.40
03/23/23	Alexander Grishman	Review waterfall presentation and provide comments to BRG.	0.80
03/23/23	Richard Kanowitz	Review and respond to emails and voice mails of creditors concerning filing proofs of claim, return of crypto and related issues.	1.10
03/23/23	J. Frasher Murphy	Review and respond to creditors inquiries regarding claims and related inquiries.	0.40
03/23/23	Tom Zavala	Respond to various creditor inquiries.	2.00
03/24/23	Jordan Chavez	Review and analyze creditor inquiry letter and advise on response to same.	0.40
03/24/23	Richard Kanowitz	Review and respond to emails and voicemails from creditors concerning filing proofs of claim, status of wallet motion and related proceedings.	1.60
03/24/23	Tom Zavala	Respond to creditor inquiries and resolve access issue for family of deceased individual.	1.90

Invoice Number: 21585728
 Matter Name: Communications with Creditors
 Client/Matter Number: 0063320.00034
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 6 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/25/23	Richard Kanowitz	Review and respond to emails and voicemails from creditors concerning filing proofs of claim, status of wallet motion and related proceedings.	1.10
03/25/23	Tom Zavala	Draft response to demand letter and send to opposing counsel.	1.00
03/27/23	Jordan Chavez	Review and analyze responses to creditor inquiries and correspond with Mr. Zavala and Ms. Sherald regarding same (.7); correspond with Mr. Cheela and Ms. Henry regarding equity claims (.1).	0.80
03/27/23	Alexander Grishman	Review responses and materials to be provided to UCC and Ad Hoc Wallet Holder committees regarding diligence requests and follow-up questions.	1.60
03/27/23	Richard Kanowitz	Review and respond to emails and voicemails from creditors concerning filing proofs of claim, status of wallet motion and related proceedings.	1.60
03/27/23	ReNecia Sherald	Correspond regarding creditor inquiry to Debtor's Schedules.	0.30
03/27/23	Tom Zavala	Request claim information from Kroll and respond to creditor inquiries.	4.10
03/28/23	Jordan Chavez	Correspond with Ms. Liou and Mr. Cheela regarding cap table analysis for equity claims.	0.20
03/28/23	Richard Kanowitz	Review and respond to emails and voicemails of creditors concerning filing proofs of claim, return of crypto and related issues.	1.10
03/28/23	Tom Zavala	Respond to creditor inquiries.	0.50
03/29/23	Jordan Chavez	Correspond with Mr. Brown regarding equity claims.	0.10
03/29/23	Richard Kanowitz	Review and respond to emails and voicemails of creditors concerning filing proofs of claim, return of crypto and related issues.	1.40
03/29/23	J. Frasher Murphy	Review and respond to numerous credit inquiries regarding claims and case status.	0.30
03/29/23	Tom Zavala	Respond to creditor inquiries.	3.10
03/30/23	Richard Kanowitz	Review and respond to emails and voicemails from creditors concerning filing proofs of claim, status of wallet motion and related proceedings.	1.20
03/30/23	Tom Zavala	Respond to creditor inquiries.	0.80
03/31/23	Jordan Chavez	Review, analyze, and respond to creditor inquiries regarding bar date packages and claims process.	0.30
03/31/23	Matt Ferris	Review and respond to correspondence from counsel for receiver for BK Offshore regarding claims bar date and related matters (.5); correspond with BlockFi team regarding same (.2).	0.70

Invoice Number: 21585728

Matter Name: Communications with Creditors

Client/Matter Number: 0063320.00034

Billing Attorney: Alexander Grishman

April 24, 2023

Page 7 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/31/23	Richard Kanowitz	Review and respond to emails and voicemails from creditors concerning filing proofs of claim, status of wallet motion and related proceedings.	0.80
03/31/23	Tom Zavala	Respond to creditor inquiries.	0.50

Chargeable Hours 94.90

Total Fees	\$91,412.00
Adjustment (12.5% Discount)	\$ (11,426.50)
Total Adjusted Fees	\$79,985.50

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	8.50	\$1,075.00	\$9,137.50
J. Frasher Murphy	1.50	\$1,100.00	\$1,650.00
Matt Ferris	0.70	\$1,000.00	\$700.00
Matthew Frankle	0.40	\$1,150.00	\$460.00
Richard D. Anigian	1.20	\$1,200.00	\$1,440.00
Richard Kanowitz	25.50	\$1,400.00	\$35,700.00
Jordan Chavez	15.50	\$775.00	\$12,012.50
Lauren Sisson	1.30	\$710.00	\$923.00
ReNecia Sherald	0.30	\$630.00	\$189.00
Tom Zavala	40.00	\$730.00	\$29,200.00

Total Professional Summary \$91,412.00

Total Fees, Expenses and Charges \$79,985.50

Total Amount Due USD \$79,985.50

HAYNES BOONE

Invoice Number: 21585727
Invoice Date: April 24, 2023
Matter Name: Trademark Issues
Client/Matter Number: 0063320.00035
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$14,776.00
Adjustment (12.5% Discount)	\$ (1,847.00)
Total Adjusted Fees	\$12,929.00
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$12,929.00
Total Invoice Balance Due	USD \$12,929.00

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21585727** • Client Number **0063320.00035** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585727
Matter Name: Trademark Issues
Client/Matter Number: 0063320.000035
Billing Attorney: Alexander Grishman

April 24, 2023
Page 2 of 4

For Professional Services Through March 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/01/23	Annie Allison	Correspond with local counsel regarding [REDACTED] trademark in S. Africa.	0.20
03/01/23	Annie Allison	Prepare and submit UDRP complaint for [REDACTED].	0.70
03/01/23	Annie Allison	Draft and submit UDRP complaint for [REDACTED] [REDACTED]	1.80
03/01/23	Annie Allison	Review office action for [REDACTED] in Thailand (.2); draft memo regarding same to client (.2); confirm client's instructions regarding same (.1).	0.50
03/02/23	Annie Allison	Prepare and submit UDRP complaint for [REDACTED].	1.00
03/02/23	Annie Allison	Correspond with local counsel regarding [REDACTED] application in Israel.	0.20
03/03/23	Annie Allison	Correspond with registrar regarding transfer of domain name.	0.20
03/04/23	Annie Allison	Review further information from local counsel regarding proposed revisions to [REDACTED] and [REDACTED] and design in Japan (.2); draft and send memo to client regarding same (.2).	0.40
03/06/23	Annie Allison	Review status of annual fees in Cayman Islands (.3); draft and send memo to client regarding same (.5).	0.80
03/06/23	Erin Hennessy	Review Cayman Island deadlines with team and provide feedback regarding same.	0.30
03/10/23	Annie Allison	Prepare and submit First Amended UDRP Complaint for [REDACTED]	0.60
03/10/23	Annie Allison	Prepare and submit First Amended UDRP Complaint for [REDACTED] [REDACTED]	0.80
03/10/23	Annie Allison	Correspond with registrar regarding transfer of domain name.	0.20
03/10/23	Annie Allison	Draft and submit UDRP complaint for [REDACTED]	2.00
03/10/23	Annie Allison	Prepare summary of current pending and potential future UDRP complaints.	1.00
03/10/23	Annie Allison	Further review watch notices for BlockFi domain names and formulate strategy regarding possible enforcement against same.	0.30
03/10/23	Erin Hennessy	Attention to BlockFi domain name / phishing matters (.2); review tracking chart and provide feedback to A. Allison (.3).	0.50

Invoice Number: 21585727
Matter Name: Trademark Issues
Client/Matter Number: 0063320.000035
Billing Attorney: Alexander Grishman

April 24, 2023
Page 3 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/13/23	Annie Allison	Attend to administrative matters regarding UDRP filed for [REDACTED] and [REDACTED]	0.20
03/13/23	Erin Hennessy	Review watch notices for domain names and preliminary review regarding same [REDACTED].	0.40
03/16/23	Annie Allison	Draft and submit response to UDRP panel regarding language of proceeding for [REDACTED] et al.	1.00
03/16/23	Erin Hennessy	Revise draft advice regarding US office action for BlockFi and forward to R. Kirschner (.8); review and revise domain name / phishing tracking chart and forward to R. Kirschner (.4).	1.20
03/20/23	Annie Allison	Review correspondence from local counsel regarding [REDACTED] application in Japan and formulate strategy regarding same.	0.20
03/20/23	Erin Hennessy	Close out trademark matters in JP.	0.20
03/21/23	Annie Allison	Correspond with examiner regarding ID amendments to [REDACTED] word mark.	0.50
03/21/23	Erin Hennessy	Review and update reports for BlockFi trademark portfolio and on-going disputes (.8); prepare email to R. Kirschner regarding same (.2).	1.00
03/22/23	Annie Allison	Prepare ROA for [REDACTED] word mark following correspondence from examiner regarding same.	0.40
03/22/23	Katie Eissenstat	Discuss Office Action response for [REDACTED] word mark and develop strategy for responding to the same.	0.20
03/24/23	Annie Allison	Prepare and file first amended UDRP complaint for [REDACTED]	0.80

Chargeable Hours 17.60

Total Fees	\$14,776.00
Adjustment (12.5% Discount)	\$ (1,847.00)
Total Adjusted Fees	\$12,929.00

Invoice Number: 21585727

Matter Name: Trademark Issues

Client/Matter Number: 0063320.000035

Billing Attorney: Alexander Grishman

April 24, 2023

Page 4 of 4

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Erin Hennessy	3.60	\$1,000.00	\$3,600.00
Annie Allison	13.80	\$800.00	\$11,040.00
Katie Eissenstat	0.20	\$680.00	\$136.00
Total Professional Summary			\$14,776.00

Total Fees, Expenses and Charges **\$12,929.00**

Total Amount Due **USD \$12,929.00**

HAYNES BOONE

Invoice Number: 21585726
Invoice Date: April 24, 2023
Matter Name: Core Scientific Issues
Client/Matter Number: 0063320.00036
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$31,650.00
Adjustment (12.5% Discount)	\$ (3,956.25)
Total Adjusted Fees	\$27,693.75
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$27,693.75
Total Invoice Balance Due	USD \$27,693.75

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21585726** • Client Number **0063320.00036** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585726
Matter Name: Core Scientific Issues
Client/Matter Number: 0063320.00036
Billing Attorney: Alexander Grishman

April 24, 2023
Page 2 of 5

For Professional Services Through March 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/01/23	Matt Ferris	Review and consideration of open issues for March 1 hearing and assist with preparation for same (1.0); further review and analysis of relevant pleadings in connection with same (1.2); review notice of final DIP order and confer with HB team regarding follow up matters from hearing (.4).	2.60
03/01/23	J. Frasher Murphy	Continue and finish preparing for Core Sci DIP hearing, including review of objection from ad hoc committee of equity holders (.7); participate in Core Sci DIP hearing (1.9); analysis of follow-up issues regarding terms of final DIP order (.5).	3.10
03/01/23	Kenneth J. Rusinko	Correspond with F. Murphy and M. Ferris regarding hearing on 3-1-23 and submit electronic appearances for same.	0.20
03/02/23	J. Frasher Murphy	Review entered Order approving DIP financing and providing adequate protection to equipment lenders.	0.50
03/02/23	Kenneth J. Rusinko	Review Court minutes and notify team of hearing on 3-3-23.	0.20
03/03/23	Matt Ferris	Attention to matters regarding continued hearing on motion to appoint equity committee and correspond with BlockFi and BRG teams regarding same (.5); review and consideration of open issues and next steps with respect to Core Sci loan facility (.6); correspond with BlockFi and BRG teams regarding same (.4); review notice of agreed order appointing official equity committee (.2).	1.70
03/03/23	Richard Kanowitz	Prepare for and conduct conference call with Core Sci debtor, BlockFi CRO and UCC, M3.	0.80
03/03/23	Richard Kanowitz	Conduct conference call with R. Stark concerning [REDACTED] proposal by Core Sci on BlockFi secured claims.	0.30
03/03/23	Richard Kanowitz	Review and respond to emails to/from BRG, CEO and CRO concerning revised settlement proposal on BlockFi secured claims.	0.30
03/06/23	Matt Ferris	Review and respond to correspondence regarding DIP reporting matters and next steps with respect to same.	0.20
03/07/23	Matt Ferris	Review and consideration of case status and next steps (.4); review entered order appointing equity committee and correspond with BlockFi and BRG teams regarding same (.4).	0.80
03/08/23	Matt Ferris	Review and analysis of budget variance reporting (.3); correspond with BRG team regarding same (.1).	0.40

Invoice Number: 21585726
 Matter Name: Core Scientific Issues
 Client/Matter Number: 0063320.00036
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 3 of 5

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/08/23	J. Frasher Murphy	Review Debtors' reporting provided under cash collateral/DIP Order (.2); review recently filed pleadings and entered orders in case (.4).	0.60
03/09/23	Matt Ferris	Review and analysis of Debtors' emergency motion to approve PPM settlement.	0.50
03/09/23	Matt Ferris	Conference call with Debtors' advisors and counsel for certain equipment lenders regarding budget variance reporting and related matters (.3); review and respond to correspondence with BlockFi team regarding status and next steps (.2).	0.50
03/09/23	Kenneth J. Rusinko	Review Bar Date Order for Core Scientific, circulate and calendar.	0.20
03/11/23	Matt Ferris	Review filed motion to reject hosting agreements and consideration of next steps with respect to hosted equipment collateral (.4); correspond with BlockFi team regarding same (.2).	0.60
03/14/23	Matt Ferris	Attention to claims bar date in Core Scientific (.1); correspond with BlockFi and BRG teams regarding case status and next steps (.6).	0.70
03/15/23	Matt Ferris	Review and analysis of Debtors' budget variance reporting and correspond with BRG team regarding same.	0.30
03/16/23	Matt Ferris	Review correspondence regarding revised terms of proposed PPM settlement.	0.20
03/17/23	Matt Ferris	Review and analysis of proposed revised PPM settlement order language and correspondence between counsel for the Debtors and certain equipment lenders regarding same.	0.40
03/17/23	Kenneth J. Rusinko	Review Agenda for Hearing on 3-20-23, correspond with M. Ferris regarding same, and calendar.	0.20
03/18/23	Matthew Frankle	Call with equipment lender and Core counsel on PPM settlement.	0.50
03/19/23	Matt Ferris	Review and analysis of revised form of order approving PPM settlement and correspondence regarding same (.3); multiple calls with counsel for the Debtors and certain equipment lenders regarding open issues with respect to same (.9); review and analysis of further revised form of settlement order, Debtors' supplemental filings in support of same, the Ad Hoc Group's objection to same, and agenda for hearing on same (1.0).	2.20
03/19/23	Matthew Frankle	Review of revised motion regarding PPM settlement (.6); call with Equipment Lenders and debtor's (Core) counsel on same (.5).	1.10
03/20/23	Matt Ferris	Attention to matters regarding hearing on PPM settlement (.2); correspond with counsel for the Debtors and certain equipment lenders regarding same (.3); review and comment on draft reservation of rights and correspondence regarding same (.3); prepare for and participate in hearing on PPM settlement motion (1.2).	2.00

Invoice Number: 21585726
 Matter Name: Core Scientific Issues
 Client/Matter Number: 0063320.00036
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 4 of 5

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/20/23	Matthew Frankle	Attend Core hearing on PPM settlement.	0.80
03/20/23	Matthew Frankle	Review of Settlement Objection.	0.30
03/20/23	Richard Kanowitz	Review and respond to emails to/from Core Sci and equipment lenders counsel concerning PPM settlement and impact on BlockFi equipment liens and adequate protection liens.	0.80
03/20/23	Kenneth J. Rusinko	Correspond with team regarding hearing on 3-20-23 and submit electronic appearance for M. Ferris for same.	0.20
03/21/23	Matt Ferris	Review and comment on draft of proof of claim in Core Scientific.	0.40
03/21/23	Kimberly Morzak	Draft proof of claim and addendum (1.4); assemble supporting documents (.3).	1.70
03/22/23	Matt Ferris	Review and analysis of updated DIP budget and weekly budget variance reporting.	0.50
03/22/23	Richard Kanowitz	Review and analyze financial reporting to Blockfi concerning mining equipment and company operations.	0.30
03/23/23	Matt Ferris	Participate in weekly equipment lender update call (.3); correspond with BlockFi and BRG teams regarding updated DIP budget and related matters (.3).	0.60
03/24/23	Matt Ferris	Review and comment on revised draft of proof of claim (.3); correspond with BlockFi and BRG teams regarding proof of claim (.2).	0.50
03/24/23	Kimberly Morzak	Revise BlockFi proof of claim and addendum for filing in Core Sci case.	0.70
03/27/23	Matt Ferris	Review revised draft of proof of claim and correspond with BlockFi team regarding same.	0.40
03/27/23	Richard Kanowitz	Review, analyze and provide comments to proof of claim form for BlockFi secured claims.	0.20
03/28/23	Matt Ferris	Review further revised draft of proof of claim and correspond with BlockFi team regarding same.	0.30
03/28/23	Kimberly Morzak	Make additional edits to BlockFi proof of claim and addendum.	0.40
03/29/23	Matt Ferris	Review and analysis of budget variance reporting (.3); correspond with BlockFi team regarding proof of claim matters (.1).	0.40
03/29/23	J. Frasher Murphy	Review weekly financial reporting from Core Sci.	0.30
03/30/23	Matt Ferris	Correspond with BlockFi and BRG teams regarding proof of claim and related matters (.3); prepare for and participate in weekly equipment lender call with Debtors' advisors (.3).	0.60

Invoice Number: 21585726
Matter Name: Core Scientific Issues
Client/Matter Number: 0063320.00036
Billing Attorney: Alexander Grishman

April 24, 2023
Page 5 of 5

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/30/23	Richard Kanowitz	Review and respond to emails to/from BlockFi and BRG concerning revised proof of claim for BlockFi loan obligations.	0.30
03/31/23	Matt Ferris	Attention to claims bar date and proof of claim matters (.5); correspond with BlockFi team regarding same (.1).	0.60

Chargeable Hours 31.40

Total Fees	\$31,650.00
Adjustment (12.5% Discount)	\$ (3,956.25)
Total Adjusted Fees	\$27,693.75

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
J. Frasher Murphy	4.50	\$1,100.00	\$4,950.00
Matt Ferris	17.40	\$1,000.00	\$17,400.00
Matthew Frankle	2.70	\$1,150.00	\$3,105.00
Richard Kanowitz	3.00	\$1,400.00	\$4,200.00
Kenneth J. Rusinko	1.00	\$525.00	\$525.00
Kimberly Morzak	2.80	\$525.00	\$1,470.00

Total Professional Summary **\$31,650.00**

Total Fees, Expenses and Charges	\$27,693.75
Total Amount Due	USD \$27,693.75

HAYNES BOONE

Invoice Number: 21585725
Invoice Date: April 24, 2023
Matter Name: Class Action Lawsuits
Client/Matter Number: 0063320.00041
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through March 31, 2023

Total Fees	\$440,897.00
Adjustment (12.5% Discount)	\$ (55,112.13)
Total Adjusted Fees	\$385,784.87
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$385,784.87
Total Invoice Balance Due	USD \$385,784.87

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21585725** • Client Number **0063320.00041** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21585725
 Matter Name: Class Action Lawsuits
 Client/Matter Number: 0063320.00041
 Billing Attorney: Alexander Grishman

April 24, 2023
 Page 2 of 16

For Professional Services Through March 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/01/23	Brad Foster	Detailed review of newly-filed class action complaints (3.2); extensive notes/analysis regarding key issues affecting bankruptcy estate (4.3).	7.50
03/01/23	Carrington Giammittorio	Review SEC settlement, Elas complaint, and Green complaint.	3.60
03/01/23	Charlie M. Jones	Receive and begin review of securities class action lawsuits and analyze issues concerning same relative to impact of lawsuit on administration of bankruptcy estate.	2.20
03/02/23	Richard D. Anigian	Analysis of potential expert witness candidates (0.3); strategize regarding seeking injunctive relief related to class action suits filed that would prejudice BlockFi's ability to reorganize (0.3).	0.60
03/02/23	Brad Foster	Extensive research/analysis regarding Greene and Elas complaints, comparison with previously-stayed Mangano action, and effect on bankruptcy estate (5.0); analysis of legal research prepared by C. Giammittorio (1.2); draft outline of memorandum addressing class actions and related bankruptcy issues (3.5).	9.70
03/02/23	Aimee M. Furness	Review complaints against officers and directors (1.2); analyze legal authority regarding same (2.4); begin to outline complaint (1.0).	4.60
03/02/23	Carrington Giammittorio	Analyze [REDACTED] settlement, Elas complaint, and Greene complaint for potential impact on ongoing bankruptcy proceedings.	4.20
03/02/23	Alexander Grishman	Review new class action lawsuits against debtors and executives for conflict issues and allegations.	1.30
03/02/23	Charlie M. Jones	Continue to review and analyze new class-action lawsuit relative to impacts on administration of BlockFi bankruptcy estates and work on initial strategy for seeking bankruptcy court stay of actions.	2.80
03/02/23	Richard Kanowitz	Review and analyze class action complaints filed by Green and Elas against BlockFi CEO, CEO, CFO and other parties.	2.10
03/02/23	Richard Kanowitz	Prepare for and conduct conference call with CEO and COO concerning class action complaints and indemnification by company.	0.50
03/02/23	Richard Kanowitz	Prepare for and conduct conference call with directors named in class action lawsuit concerning indemnification from company for defense costs and related issues.	0.60
03/02/23	J. Frasher Murphy	Analysis of issues regarding injunctive relief and extension of automatic stay (.4); review case law regarding same (.4).	0.80

Invoice Number: 21585725
 Matter Name: Class Action Lawsuits
 Client/Matter Number: 0063320.00041
 Billing Attorney: Alexander Grishman

April 24, 2023
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/03/23	Brad Foster	Extensive work on memorandum analyzing class action complaints and related bankruptcy issues (6.3); review court dockets and additional press releases issues by potential plaintiffs (0.7); email correspondence with co-counsel regarding class actions (0.8).	7.80
03/03/23	Aimee M. Furness	Begin draft of Complaint (5.2); analyze legal authority regarding same (1.4).	6.60
03/03/23	Charlie M. Jones	Continue to work on strategy and analysis of class action lawsuits and the related impact on administration of BlockFi's bankruptcy estates.	0.70
03/03/23	Richard Kanowitz	Work on complaint and motion to stay class action complaints, including review of key evidence supporting relief.	3.20
03/04/23	Aimee M. Furness	Analyze legal authority regarding issues related to adversary.	4.70
03/05/23	Brad Foster	Review/analysis of D&O policies to assess coverage relating to Greene and Elas class actions and potential impact on bankruptcy estate (3.2); review email correspondence with counsel for Greene/Elas defendants and joint defense agreement (0.5).	3.70
03/05/23	Aimee M. Furness	Analyze legal authority (1.2); continue to draft Motion to Extend Stay or for Injunction (2.6).	3.80
03/05/23	Richard Kanowitz	Prepare and circulate joint defense agreement between BlockFi and insider defendants for class action lawsuits.	1.80
03/06/23	Brad Foster	Additional research/analysis regarding class action complaints (3.8); email correspondence regarding securities issues and adversary complaint (0.5) ; review additional press releases from class action law firms (0.3).	4.60
03/06/23	Aimee M. Furness	Review and revise complaint and motion (6.8); conference regarding status (.3); correspondence regarding agreements (.5).	7.60
03/06/23	Charlie M. Jones	Continue to work on and analyze issues concerning class action lawsuits and impact of same on administration of BlockFi's bankruptcy estates.	0.50
03/06/23	Richard Kanowitz	Work on complaint, motion and declarations in support of BlockFi's pleadings to enjoin class action lawsuits.	1.30
03/06/23	Joe Pinto	Analyze Third Circuit caselaw to incorporate into motion.	4.50
03/06/23	Joe Pinto	Review and revise Debtors' adversary complaint.	1.80
03/06/23	Lauren Sisson	Read and review emails and press releases related to securities class actions.	0.20
03/06/23	Lauren Sisson	Confer with A. Furness on assisting with section of stay extension motion (.1); review main case docket for relevant pleadings for same (1.0).	1.10
03/07/23	Jordan Chavez	Correspond with Ms. Furness and Mr. Kanowitz regarding class action lawsuits and adversary preparation regarding same.	0.60

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/07/23	Brad Foster	Review and comment on draft adversary complaint (1.4); telephone conference and various email correspondence regarding adversary complaint (0.7); review/analysis of draft motion to extend bankruptcy stay, and prepare additional arguments to be included in motion (4.2).	6.30
03/07/23	Aimee M. Furness	Review and revise complaint and motion (7.5); correspondence regarding same (.3).	7.80
03/07/23	Alexander Grishman	Review complaints filed in both cases for preparation of bankruptcy court filings regarding automatic stay.	1.30
03/07/23	Richard Kanowitz	Work on complaint, motion and declarations in support of BlockFi's pleadings to enjoin class action lawsuits.	2.20
03/07/23	Richard Kanowitz	Review and respond to emails from BlockFi legal and financial teams concerning complaint, motion and declarations in support of BlockFi's pleadings to enjoin class action lawsuits.	1.20
03/07/23	Joe Pinto	Review and revise Motion to Extend Stay and communicate with Ms. Furness regarding same.	1.50
03/07/23	Joe Pinto	Analyze Third Circuit caselaw regarding motion to extend stay.	1.40
03/07/23	Lauren Sisson	Review and respond to emails with M. Frankle regarding main case developments that may affect current filed plan (.5); draft portion motion related to likelihood of success (.6); send to A. Furness for review (.1).	1.20
03/08/23	Jordan Chavez	Correspond with Ms. Furness and Mr. Kanowitz regarding class action adversary preparation.	0.50
03/08/23	Brad Foster	Detailed review/analysis of adversary complaint and motion to extend bankruptcy stay (2.3); email correspondence with co-counsel regarding comments/revisions to motion (0.7).	3.00
03/08/23	Aimee M. Furness	Continue to review and revise complaint and motion (8.0); correspondence regarding same (.2).	8.20
03/08/23	Alexander Grishman	Review and provide comments to motion to extend automatic stay against class action claimants (1.9); discuss issues with Ms. Furness (.2); review issues with [REDACTED] including review of [REDACTED] agreements (1.0).	3.10
03/08/23	Charlie M. Jones	Review, revise, and comment on draft adversary proceeding and related motion to extend stay or enjoin class action lawsuits, review authorities cited in same, and continue to analyze issues regarding interference with administration of BlockFi bankruptcy estates.	1.30
03/08/23	Richard Kanowitz	Work on complaint, motion and declarations in support of BlockFi's pleadings to enjoin class action lawsuits.	2.20
03/08/23	Joe Pinto	Review and revise complaint.	1.30

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/08/23	Joe Pinto	Review and revise motion and communicate with Ms. Furness about the same.	1.60
03/09/23	Jordan Chavez	Review and revise adversary complaint and related documents and correspond with Ms. Furness regarding same.	1.90
03/09/23	Matt Ferris	Assist with review and strategy development with respect to complaint and motion to stay class action complaints.	0.40
03/09/23	Brad Foster	Additional analysis of class action complaints and related PSLRA and bankruptcy issues (3.7); review and comment on revised adversary complaint and motion to extend stay (0.8); telephone conference and email correspondence with co-counsel regarding Greene/Elas class actions (0.7).	5.20
03/09/23	Aimee M. Furness	Review and revise complaint and memo in support (4.1); calls regarding same (.4); analyze legal authority regarding same (2.6); review documents in support of same (.7).	7.80
03/09/23	Alexander Grishman	Review revised motions to stay both class actions (.9); attention to strategy on motions (1.2).	2.10
03/09/23	Charlie M. Jones	Continue to work to analyze issues concerning class-action lawsuits and work on strategy concerning same.	0.40
03/09/23	Richard Kanowitz	Work on complaint and motion to stay class action complaints, including review of key evidence supporting relief.	2.90
03/09/23	Richard Kanowitz	Review and respond to emails from counsel to D&Os concerning status of complaint and motion to stay class action complaints.	0.60
03/09/23	Lauren Sisson	Participate in Zoom meetings with co-counsel (.5) and R. Kanowitz, A. Furness, M. Ferris, and J. Chavez (.2) on response to class action lawsuits.	0.70
03/10/23	Brad Foster	Research/correspondence regarding securities issues pertaining to adversary complaint (2.7); review comments from co-counsel regarding adversary complaint (0.3); email correspondence regarding motion to stay (0.4).	3.40
03/10/23	Aimee M. Furness	Review and revise complaint and memo in support (3.7); draft associated pleadings, notices, and proposed order (2.8); analyze legal authority regarding issues regarding same (1.3); review documents regarding same (.5).	8.30
03/10/23	Richard Kanowitz	Review and respond to emails from counsel to D&Os concerning status of complaint and motion to stay class action complaints.	0.70
03/10/23	Richard Kanowitz	Review, analyze and edit motion for TRO and preliminary injunctive relief to enjoin class actions complaints.	1.70
03/10/23	Lauren Sisson	Attend Zoom meeting on class action complaint and plans for TRO motion.	0.50

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03/11/23	Richard Kanowitz	Review, analyze and edit motion for preliminary injunction to enjoin class action lawsuits.	0.80
03/12/23	Jordan Chavez	Review, revise, and redact exhibits to class action adversary and correspond with Mr. Mayers, Mr. Kanowitz, and Ms. Furness regarding same.	2.00
03/12/23	Brad Foster	Numerous email communications with co-counsel regarding adversary complaint (1.0); review/analysis of prior stipulation in Mangano postponing defendants' response deadlines (0.5).	1.50
03/12/23	Aimee M. Furness	Correspondence regarding complaint and motion (.3); review and revise complaint and motion (2.1).	2.40
03/12/23	Richard Kanowitz	Review and respond to emails from D&Os and BlockFi legal team concerning complaint, motion and declarations in support of BlockFi's pleadings to enjoin class action lawsuits.	0.80
03/12/23	Richard Kanowitz	Work on complaint, motion and declarations in support of BlockFi's pleadings to enjoin class action lawsuits.	1.40
03/13/23	Jordan Chavez	Prepare exhibits and documents for class action adversary and correspond with Ms. Furness, Ms. Yudkin, and Mr. Kanowitz regarding same.	0.80
03/13/23	Matt Ferris	Review and analysis of filed complaint.	1.00
03/13/23	Brad Foster	Telephone conference and email correspondence with co-counsel regarding class actions, adversary complaint, and potential TRO (0.7); review and comment on proposed revisions to adversary complaint (1.4); review finalized adversary complaint (0.5); extensive email correspondence with co-counsel and class action plaintiffs (1.2).	3.80
03/13/23	Aimee M. Furness	Finalize complaint and exhibits (5.0); correspondence with Adversary Defendants' counsel (.7); address issues related to requested injunction (3.5).	9.20
03/13/23	Richard Kanowitz	Communications with D&Os concerning complaint, motion and declarations in support of BlockFi's pleadings to enjoin class action lawsuits.	0.90
03/13/23	Richard Kanowitz	Work on complaint, motion and declarations in support of BlockFi's pleadings to enjoin class action lawsuits.	3.30
03/13/23	Richard Kanowitz	Review and respond to emails from BlockFi legal and financial teams concerning complaint, motion and declarations in support of BlockFi's pleadings to enjoin class action lawsuits.	0.70
03/13/23	Lauren Sisson	Prepare draft of declaration of Mark Renzi in support of motion to extend stay.	2.00
03/14/23	Jordan Chavez	Correspond with Ms. Furness regarding class action adversary and meeting with defendants.	0.20

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/14/23	Brad Foster	Review and comment on memorandum of law in support of motion to extend bankruptcy stay (0.7); preparation for 3/15 telephone conference with class action plaintiffs' counsel (1.0).	1.70
03/14/23	Aimee M. Furness	Review and revise Memorandum of Law in support of Motion to Extend Stay and all other supporting papers and orders (7.6); correspondence and calls regarding same (1.3).	8.90
03/14/23	Alexander Grishman	Review changes to joint defense agreement.	0.50
03/14/23	Richard Kanowitz	Work on motion to stay class action complaints, including review of key evidence supporting injunctive relief.	1.80
03/15/23	Jordan Chavez	Correspond with adversary defendants' counsel regarding class action adversary and TRO preparation and strategize with Ms. Furness regarding same (.5); compile materials supporting injunction position and discuss same with Ms. Furness and adversary defendants' counsel (.2).	0.70
03/15/23	Brad Foster	Prepare for and participate in telephone conference with class action plaintiffs' counsel (0.8); follow-up notes/research regarding telephone conference, PSLRA issues, and bankruptcy stay (1.8); email correspondence with co-counsel and plaintiffs-counsel (0.7).	3.30
03/15/23	Aimee M. Furness	Call with Adversary Defendants' counsel regarding TRO and Injunctive Relief (.5); review and revise papers supporting request (3.7).	4.20
03/15/23	Charlie M. Jones	Consider strategy concerning injunctive relief, including potential application for temporary restraining order.	0.30
03/15/23	Richard Kanowitz	Prepare for and conduct conference call with class action plaintiff law firms concerning voluntary stay of adversary proceeding complaint to stay class action complaints.	0.60
03/15/23	Richard Kanowitz	Work on motion to stay class action complaints, including memo of law and declaration supporting relief.	2.40
03/15/23	Lauren Sisson	Review current drafts of Renzi declaration and motion for TRO.	0.80
03/16/23	Jordan Chavez	Review and revise motion to extend the stay and correspond with Ms. Furness and committee counsel regarding same (.6); review and redact exhibits to motion to extend the stay and correspond with Ms. Furness and local counsel regarding same (.6); review and finalize class action pleadings and coordinate filing with Ms. Hollander and Ms. Yudkin regarding same (.6).	1.80
03/16/23	Brad Foster	Review/analysis of revised brief in support of motion to extend stay (1.2); review proposed TRO order and Renzi certification (0.6); extensive research regarding interplay between PSLRA and bankruptcy law, and prepare memo to file (5.6).	7.40

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03/16/23	Aimee M. Furness	Review and revise Motion and all supporting documents (7.5); correspondence and calls regarding same (.6); correspondence with Adversary Defendants' counsel (.6); correspondence and calls regarding filing (.7).	9.40
03/16/23	Charlie M. Jones	Review and comment on draft of agreed stipulation for temporary injunction and discuss strategy concerning same with Ms. Furness.	0.70
03/16/23	Richard Kanowitz	Work on injunction motion and declaration to enjoin class action lawsuits.	2.20
03/16/23	Lauren Sisson	Correspondence with A. Furness regarding proposed orders and stipulation (.5); review and provide feedback on draft order to show cause (.4); make edits to formatting and add captions and headers per NJ rules on all documents to be filed (2.7).	3.60
03/17/23	Jordan Chavez	Correspond with Ms. Furness, Mr. Kanowitz, Ms. Sisson, and legal team regarding class action adversary matters.	0.60
03/17/23	Brad Foster	Research/analysis regarding proposed TRO and prospective negotiations with class plaintiffs (3.2); review email correspondence with class plaintiffs (0.3).	3.50
03/17/23	Aimee M. Furness	Correspondence with Adversary Defendants' counsel regarding potential Agreed TRO (.5); review and revise draft Agreed Temporary Restraining Order (2.3).	2.80
03/17/23	Richard Kanowitz	Review and respond to emails to/from class action lawsuit plaintiffs concerning BlockFi motion for injunctive relief.	1.20
03/20/23	Jordan Chavez	Correspond with Ms. Kulyk and Ms. Furness regarding class action claims (.3); review and analyze TRO requirements and correspond with Ms. Sisson regarding same (.4).	0.70
03/20/23	Brad Foster	Email correspondence with co-counsel and class action plaintiffs.	0.50
03/20/23	Aimee M. Furness	Analyze legal authority regarding Order to Show Cause (1.2); review and revise briefing regarding request for issuance of order to show cause (1.1); correspondence with Adversary Defendants' counsel regarding proposed Agreed Temporary Restraining Order (.4).	2.70
03/20/23	Charlie M. Jones	Conference with Ms. Furness regarding status of negotiations of agreed TRO, review correspondence related to same, and analyze strategy for potential TRO hearing.	0.50
03/20/23	Richard Kanowitz	Review and respond to emails from/to class action plaintiffs concerning stipulation granting temporary injunctive relief.	0.60
03/20/23	Richard Kanowitz	Prepare for and conduct conference call with Samia Bayou concerning indemnity and adversary proceeding developments in class action litigation.	0.20

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/20/23	Lauren Sisson	Review application and order for request to shorten and to show cause (1.1); proofread and edit memorandum of law, proposed TRO order and certification of counsel (1.6); correspond with local counsel and J. Chavez on filing requirements for same (.9).	3.60
03/21/23	Richard D. Anigian	Review Complaint to Stay Class Action Suits and strategize rehearing on Request for TRO.	0.40
03/21/23	Jordan Chavez	Correspond with litigation team regarding TRO hearing and defendant comments to proposed order.	0.40
03/21/23	Jordan Chavez	Review and analyze memorandum of law and Renzi certification and correspond with Ms. Furness and Ms. Sisson regarding filing of same.	0.50
03/21/23	Brad Foster	Review, analyze, and comment on class plaintiffs' TRO proposal (2.8); review and comment on revised proposed TRO order and supporting certificate of counsel (0.5); extensive email correspondence with class plaintiffs' counsel and co-counsel (1.0).	4.30
03/21/23	Aimee M. Furness	Review and revise documents in support of request for Order to Show Cause (1.3); correspondence regarding same (.2); begin to prepare for hearing regarding same (1.9); review Adversary Defendants' proposed revisions (.5); correspondence regarding same (.5).	4.40
03/21/23	Charlie M. Jones	Review and comment on papers concerning application for temporary restraining order and evaluate authorities concerning waiver of related bond requirement.	2.40
03/21/23	Richard Kanowitz	Review and respond to emails to/from counsel to class action plaintiffs, UCC, BlockFi legal team and Bermuda JPLs concerning motion for TRO seeking stay of class action complaints.	0.70
03/21/23	Richard Kanowitz	Review motion for TRO seeking stay of class action complaints.	0.60
03/21/23	Lauren Sisson	Proofread and edit memorandum of law, certification, proposed order to show cause, and notice of show cause.	2.10
03/21/23	Lauren Sisson	Send final drafts of show cause hearing documents to local counsel for review (.2); correspond with local counsel on email and over the phone regarding suggested/required edits prior to filing (.6).	0.80
03/21/23	Lauren Sisson	Review proposed changes to TRO order from opposing class action counsel.	0.30
03/22/23	Brad Foster	Email correspondence with class plaintiffs and co-counsel regarding TRO (0.7); prepare for and participate in telephone conference with class plaintiffs (1.7); review finalized version of proposed order to show cause (0.3).	2.70

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/22/23	Aimee M. Furness	Review and revise proposed temporary restraining order and supporting documents (1.7); correspondence with Adversary Defendants' counsel (.3); call with Adversary Defendants' counsel (.6); prepare for hearing (2.0); review and revise service filing (.2).	4.80
03/22/23	Charlie M. Jones	Work to finalize application for temporary injunction in advance of filing same (1.7); prepare for and participate in meet and confer session with class action plaintiffs' counsel in regard to application for temporary injunction and associated relief and address related follow-up issues (0.7); work on strategy for hearing on application temporary injunctive relief (0.5).	2.90
03/22/23	Richard Kanowitz	Work on TRO to enjoin class action lawsuits.	0.60
03/22/23	Richard Kanowitz	Review and respond to emails from class action attorneys concerning TRO to enjoin class action lawsuits.	0.60
03/22/23	Richard Kanowitz	Prepare for and conduct conference call with attorneys for class action plaintiffs concerning TRO to enjoin class action lawsuits.	0.40
03/22/23	Lauren Sisson	Draft certificate of service for order on motion to shorten time and notice hearing.	0.50
03/22/23	Lauren Sisson	Correspond with local counsel on edits to pleadings to be filed in class action adversary (.2); discuss proposed edits with A. Furness and C. Jones (.5); proofread and edit pleadings and send to C. Jones for final review (1.2); prepare documents for filing and send to local counsel (.6).	2.50
03/23/23	Jordan Chavez	Correspond with Ms. Furness, Mr. Kanowitz, Mr. Jones, and Ms. Sisson regarding class action adversary strategy and next steps (.5); review and analyze TRO and correspond with Ms. Sisson and Ms. Furness regarding service of same (.5); review and analyze insurance issues related to complaint (.4).	1.40
03/23/23	Brad Foster	Participate in TRO hearing, and extensive notes regarding hearing (2.1); email correspondence with co-counsel and class plaintiffs (0.5); review TRO entered by court (0.2); work on strategy regarding discovery, PI hearing, and potential compromise (3.0).	5.80
03/23/23	Aimee M. Furness	Prepare for hearing on temporary restraining order (4.4); attend hearing and argue request for temporary restraining order (2.0); conference regarding next steps (1.0); review Court's order (.3); correspondence with Adversary Defendants regarding same (.3); analyze legal authority regarding positions taken by Adversary Defendants at hearing (1.2).	9.20
03/23/23	Charlie M. Jones	Attend hearing on BlockFi's application for temporary restraining order (2.0); review court's order granting same and work on initial strategy for discovery and other matters concerning upcoming hearing on BlockFi's application for preliminary injunction (.5).	2.50

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03/23/23	Richard Kanowitz	Review and respond to emails to/from class action lawsuit plaintiffs concerning BlockFi motion for injunctive relief, discovery and related matters.	0.70
03/23/23	Lauren Sisson	Review docket for notice requirements in adversaries (.2); draft email to Kroll requesting service on opposing counsel of order granting TRO and other documents (.2); correspondence with Kroll, J. Chavez, and A. Furness on documents to include, service methods and timing (.4).	0.80
03/23/23	Lauren Sisson	Participate in Zoom call on class action hearing debrief.	0.30
03/24/23	Jordan Chavez	Review and revise BPC class action meeting summary and correspond with Mr. Wolf, Mr. Petrie, and Ms. Adami regarding same.	0.50
03/24/23	Jordan Chavez	Correspond with defendants, Ms. Furness, and Mr. Kanowitz regarding discovery and preliminary injunction hearing.	0.50
03/24/23	Brad Foster	Telephone conference with class action plaintiffs' counsel, and related notes/analysis (1.2); review class plaintiffs' document requests and deposition notices (0.3); research and analysis regarding interplay between PSLRA and bankruptcy proceedings (4.9).	6.40
03/24/23	Aimee M. Furness	Analyze legal authority related to Adversary Defendants' positions (.5); coordinate document collection (.4); review document request (.2); prepare for and participate in call with Adversary Defendants' counsel regarding various discovery issues (1.2).	2.30
03/24/23	Charlie M. Jones	Meet and confer with class action plaintiffs' counsel regarding discovery related to BlockFi's application for preliminary injunction and related matters and work on follow-up issues (1.0); receive and review class action plaintiffs' Rule 34 document requests and notices of deposition of various BlockFi officers and work on strategy regarding same (0.7).	1.70
03/24/23	Richard Kanowitz	Review and analyze document demands by class action plaintiffs concerning motion for preliminary injunctive relief in adversary proceeding.	0.60
03/24/23	Richard Kanowitz	Prepare for and conduct conference call with class action plaintiffs concerning discovery demands and related issues.	0.40
03/24/23	Kenneth J. Rusinko	Review TRO, Complaint and Motion to Extend Automatic Stay in the Greene adversary and calendar deadlines.	0.50
03/24/23	Lauren Sisson	Review request for production of documents and deposition notice from opposing counsel.	0.50
03/24/23	Lauren Sisson	Correspond with A. Furness, R. Kanowitz, Kroll, and Trenton Clerk's office on confirmation of service and ECF service issues for TRO order.	0.60
03/26/23	Brad Foster	Research and analysis regarding PSLRA, bankruptcy stay, and related issues affecting Debtors.	4.70

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03/27/23	Jordan Chavez	Correspond with litigation team regarding service to adversary defendants (.2); correspond with Ms. Furness and Mr. Kanowitz regarding impact of class action on BPC facing team and BPC meeting on indemnity process (.4).	0.60
03/27/23	Brad Foster	Additional research/analysis regarding PSLRA and pending injunction proceedings (3.5); prepare detailed outline and begin drafting strategy memo addressing class action lawsuits (4.3); email correspondence with class plaintiffs and co-counsel, and review Greene's proposed 30(b)(6) deposition topics (0.5).	8.30
03/27/23	Aimee M. Furness	Correspondence with Adversary Defendants' counsel (.6); draft responses and objections to requests for production (2.0); review corporate representative notice (.2); correspondence regarding same (.4).	3.20
03/27/23	Charlie M. Jones	Review and comment on response and objections to document requests received from class-action plaintiffs (0.5); draft correspondence to counsel for class-action plaintiffs regarding improper deposition notices and review related correspondence regarding discovery related to preliminary injunction proceedings (0.4); receive and analyze 30(b)(6) deposition topics received from counsel for class action plaintiffs (0.4).	1.30
03/27/23	Richard Kanowitz	Work on objections/responses to discovery demands issued to BlockFi from class action plaintiffs.	0.70
03/27/23	Richard Kanowitz	Review and respond to emails to/from counsel to class action plaintiffs concerning discovery and depositions for motion for preliminary injunction seeking stay of class action complaints.	0.60
03/27/23	Lauren Sisson	Correspond with A. Furness on adversary defendants service issues and protective order.	0.30
03/28/23	Jordan Chavez	Prepare for BPC discussion regarding class action lawsuits and lead same.	1.50
03/28/23	Brad Foster	Extensive work on strategy memo regarding class action lawsuits and pending injunction proceedings (7.8); telephone conference and email correspondence with co-counsel regarding 30(b)(6) deposition and potential stipulation (0.9); work on proposed language for stipulation (0.7).	9.40
03/28/23	Aimee M. Furness	Address issues related to class action lawsuits (.8); review correspondence from Adversary Defendants' counsel regarding discovery and other issues (.5); prepare for hearing (1.3); collect documents (.3); address issues related to depositions (.3); draft objections to deposition notices (.4); review and revise draft stipulation (.4); calls regarding status (.2)	4.20
03/28/23	Charlie M. Jones	Continue to analyze issues concerning discovery process and demands in advance of preliminary injunction hearing and interplay with PSLRA putative class-action lawsuits and related lead-plaintiff process (1.5); draft, revise, and analyze strategy concerning potential stipulation of preliminary injunction with class-action plaintiff's and related provisions for continuation of PSLRA lead-plaintiff process (3.6).	5.10

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03/28/23	Richard Kanowitz	Prepare for and conduct conference call with counsel to D&Os concerning preliminary injunction to enjoin class action lawsuits.	0.30
03/28/23	Richard Kanowitz	Review and respond to emails to/from counsel to D&Os concerning preliminary injunction to enjoin class action lawsuits.	0.60
03/28/23	Richard Kanowitz	Review and respond to emails to/from counsel to class action plaintiffs concerning discovery in connection with preliminary injunction to enjoin class action lawsuits.	0.60
03/28/23	Lauren Sisson	Draft application in lieu of motion and stipulation/protective order for circulation to adversary defendants' counsel.	2.80
03/29/23	Brad Foster	Finalize strategy memo regarding PSLRA class actions and bankruptcy stay (6.2); email correspondence with co-counsel, class action defendants, and class plaintiffs (1.0); additional comments regarding proposed stipulation (0.3).	7.50
03/29/23	Aimee M. Furness	Review and revise proposed protective order and correspondence regarding same (1.3); correspondence with Adversary Defendants' counsel regarding various discovery issues (.3); calls regarding status and moving forward (.3); correspondence regarding outstanding discovery requests and responses (.4); review and comment on work product memo (.4); address issues related to proposed stipulation (.5).	3.20
03/29/23	Charlie M. Jones	Continue to work on stipulation regarding agreed preliminary injunction and related strategy (0.8); review and comment on memo regarding strategy for addressing PSLRA actions in context of preliminary injunction proceedings (0.7).	1.50
03/29/23	Richard Kanowitz	Review and respond to emails to/from class action plaintiffs concerning protective order for use in adversary proceeding.	0.40
03/29/23	Richard Kanowitz	Review, analyze and edit memo to BlockFi concerning litigation strategy for BlockFi motion for injunctive relief, discovery disputes with class action plaintiffs and related matters.	0.70
03/29/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal, Bermuda JPLs, and counsel to D&Os concerning litigation strategy for BlockFi motion for injunctive relief, discovery disputes with class action plaintiffs and related matters.	0.80
03/29/23	Richard Kanowitz	Review, analyze and edit proposed stipulation granting injunction pending confirmation of plan and permitting class action lead plaintiff process to continue.	0.80
03/29/23	Richard Kanowitz	Review, analyze and edit proposed stipulation granting D&Os time to move or answer complaint in Elas class action lawsuit.	0.30

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 Matter Name: Class Action Lawsuits
 Client/Matter Number: 0063320.00041
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/30/23	Brad Foster	Review/analysis of class plaintiffs' proposed revisions to stipulation (1.7); extensive email correspondence with co-counsel and class plaintiffs (1.0); review and comment on letter to court regarding discovery issues (.4); review proposed responses and objections to class plaintiffs' document requests (.4); review/analysis of Debtors' counter-proposal for an agreed stipulation (.8).	4.30
03/30/23	Aimee M. Furness	Follow up and extended duration of correspondence with Adversary Defendants' counsel regarding deposition notices (1.0); address discovery issues (.6); final review of draft stipulation and correspondence with Adversary Defendants' counsel regarding same (.3); begin draft of letter to Court regarding discovery dispute (1.1); review Adversary Defendants' proposed stipulation and conference regarding same (1.2); review and revise proposed stipulation (.6); review and revise letter to Court regarding discovery dispute (.4); review and revise responses to requests for production (.3).	5.50
03/30/23	Charlie M. Jones	Receive and review class action plaintiffs' markup of proposed stipulation on preliminary injunction and work on strategy regarding same (0.8); review and revise letter to court regarding discovery disputes and confer with team regarding related strategy (0.5); receive and review significant correspondence with counsel for class action plaintiffs regarding discovery demands and other issues concerning upcoming preliminary injunction hearing (0.3).	1.60
03/30/23	Richard Kanowitz	Work on objections/responses to discovery demands issued to BlockFi from class action plaintiffs.	0.40
03/30/23	Richard Kanowitz	Review and respond to emails to/from counsel for class action plaintiffs concerning BlockFi's objections/responses to discovery demands issued to BlockFi in connection with preliminary injunction hearing.	0.60
03/30/23	Richard Kanowitz	Review, analyze and edit BlockFi's proposed stipulation resolving preliminary injunction hearing based on responses/comments received from class action plaintiffs.	0.60
03/30/23	Richard Kanowitz	Review and respond to emails from/to class action plaintiffs concerning comments and edits to BlockFi's proposed stipulation resolving preliminary injunction hearing.	0.30
03/30/23	Richard Kanowitz	Work on letter to court for conference on objections/responses to discovery demands issued to BlockFi from class action plaintiffs.	0.40
03/31/23	Jordan Chavez	Correspond with Mr. Fox, Ms. Morzak, Ms. Furness, and Mr. Rusinko regarding class action adversary status conference (.3); review and analyze insurance schedule and correspond with Ms. Sherald and Ms. Furness regarding same for discovery responses (.5).	0.80

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/31/23	Brad Foster	Review revised stipulation circulated to class plaintiffs, objections to class plaintiffs' deposition notices and requests for production, and hearing notice from court (.8); analysis of PSLRA issues (1.5); telephone call and email correspondence with co-counsel regarding PSLRA issues and pending injunction hearing (.5).	2.80
03/31/23	Aimee M. Furness	Review, revise, and serve responses to requests for production (.5); correspondence with Adversary Defendants' counsel regarding same (.2); review documents to be produced and correspondence regarding collection of further documents (1.2); review and revise letter to the Court regarding discovery disputes (.7); correspondence with Adversary Defendants' counsel regarding Court conference (.2); draft and serve objection to notice of deposition (.7); prepare for conference with the Court scheduled for Monday (.9).	4.40
03/31/23	Charlie M. Jones	Review and revise objections to class action plaintiffs' notice of deposition (0.6); receive and review correspondence with counsel for class action plaintiffs concerning proposed stipulated preliminary injunction and related discovery issues (0.4).	1.00
03/31/23	Richard Kanowitz	Work on objections/responses to discovery demands and deposition notice issued to BlockFi from class action plaintiffs.	0.60
03/31/23	Richard Kanowitz	Review and respond to emails to/from counsel to D&Os, JPLS, Walkers and BlockFi legal team concerning discovery dispute in connection with preliminary injunction to enjoin class action lawsuits.	0.60
03/31/23	Richard Kanowitz	Review and respond to emails to/from court on scheduling of court hearing discovery dispute in adversary proceeding to enjoin class action lawsuits.	0.30
03/31/23	Kenneth J. Rusinko	Review correspondence from Law Clerk regarding status conference to be held in Greene/Elas adversary, advise team and circulate zoom details.	0.20

Chargeable Hours 424.10

Total Fees	\$440,897.00
Adjustment (12.5% Discount)	\$ (55,112.13)
Total Adjusted Fees	\$385,784.87

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Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Aimee M. Furness	140.20	\$1,000.00	\$140,200.00
Alexander Grishman	8.30	\$1,075.00	\$8,922.50
Brad Foster	129.10	\$1,100.00	\$142,010.00
Charlie M. Jones	29.40	\$1,000.00	\$29,400.00
J. Frasher Murphy	0.80	\$1,100.00	\$880.00
Matt Ferris	1.40	\$1,000.00	\$1,400.00
Richard D. Anigian	1.00	\$1,200.00	\$1,200.00
Richard Kanowitz	52.10	\$1,400.00	\$72,940.00
Carrington			
Giammittorio	7.80	\$850.00	\$6,630.00
Joe Pinto	12.10	\$550.00	\$6,655.00
Jordan Chavez	16.00	\$775.00	\$12,400.00
Lauren Sisson	25.20	\$710.00	\$17,892.00
Kenneth J. Rusinko	0.70	\$525.00	\$367.50
Total Professional Summary			\$440,897.00

Total Fees, Expenses and Charges **\$385,784.87**

Total Amount Due **USD \$385,784.87**

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Matter Name: Expenses

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Client/Matter Number: 0063320.000033

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Amount</u>
03/03/23	FEE	International Bureau of WIPO - International Bureau of WIPO - Filing Fee Expense - Domain Name Dispute - BLOCKFICLOUD.COM	\$15.00
03/03/23	FEE	International Bureau of WIPO - Filing Fee Expense - Domain Name Dispute - BLOCKFICLOUD.COM	\$1,500.00
03/03/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$2,750.25
03/03/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$83.15
03/06/23	FedEx	Federal Express Corporation - To: Goodwin Procter LLP Attn: Meghan Spillane Airbill#: 395379661395 Sender: Leslie Thorne	\$23.21
03/06/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$196.14
03/06/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$275.03
03/06/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$1,372.98
03/07/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$1,375.13
03/08/23	LEX	US CASES - DOC ACCESS	\$102.34
03/08/23	LEX	US CASES - DOC ACCESS	\$25.58
03/08/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$1,685.37
03/08/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$280.90
03/08/23	LEX	US STATUTORY CODES - DOC ACCESS	\$25.58
03/09/23	PSE	O. Kayode & Co. - Professional Service Expense	\$1,160.00
03/09/23	WIRE	O. Kayode & Co. - Wire Transfer Fee	\$25.00
03/09/23	TRV	Richard Kanowitz - Travel Expense Taxi - Richard Kanowitz - Uber home from meeting with client.	\$107.98
03/10/23	FEE	International Bureau of WIPO - International Bureau of WIPO - Filing Fee Expense - UDRP Complaint - BLOCKFICRYPTOWORLD.COM	\$15.00
03/10/23	FEE	International Bureau of WIPO - Filing Fee Expense - UDRP Complaint - BLOCKFICRYPTOWORLD.COM	\$1,500.00
03/12/23	HTL	Richard Kanowitz - Hotel Expense Lodging - Richard Kanowitz - Hotel expense during BlockFi court hearing.	\$276.59
03/12/23	M&E	Richard Kanowitz - Breakfast - Richard Kanowitz - Breakfast with Jordan Chavez prior to court hearing.	\$46.45

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Amount</u>
03/12/23	M&E	Richard Kanowitz - Meals and Entertainment Dinner - Richard Kanowitz - Dinner with Jordan Chavez prior to court hearing.	\$241.85
03/12/23	TRV	Richard Kanowitz - Car Rental/Fuel Only - Richard Kanowitz - Gas expense for Court Hearing.	\$55.73
03/12/23	TRV	Richard Kanowitz - Parking - Richard Kanowitz - Parking for Court Hearing.	\$6.00
03/12/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$400.66
03/12/23	TRV	Jordan Chavez - Travel Expense Airfare - Jordan Chavez - Flight for BlockFi hearing	\$836.41
03/12/23	HTL	Jordan Chavez - Hotel Expense Lodging - Jordan Chavez - One night hotel stay	\$227.58
03/12/23	TRV	Jordan Chavez - Taxi - Jordan Chavez - Uber from Philadelphia Airport to Princeton, NJ	\$143.80
03/12/23	M&E	Jordan Chavez - Meals and Entertainment Lunch - Jordan Chavez - Working lunch during trip to Princeton, NJ	\$13.48
03/13/23	HTL	Charles Jones - Hotel Expense Lodging - Charlie M. Jones - BLOCKFI / EMERGENT PROCEEDINGS (63320.21): HEARING: HOTEL/LODGING: HOTEL DU PONT; 03/13/23 - 03/14/23; \$394.90 (PAID BY M/C 5696); CMJ	\$394.90
03/13/23	TRV	Charles Jones - Travel Expense Taxi - Charlie M. Jones - BLOCKFI / EMERGENT PROCEEDINGS (63320.21): HEARING: GROUND/UBER: 03/13/23; \$138.10 (PAID BY M/C 5696); CMJ	\$138.10
03/13/23	M&E	Charles Jones - Meals and Entertainment Lunch - Charlie M. Jones - BLOCKFI / EMERGENT PROCEEDINGS (63320.21): HEARING: MEALS/LUNCH: 03/13/23; \$19.55 (PAID BY M/C 5696); CMJ	\$19.55
03/13/23	TRV	Charles Jones - Travel Expense Airfare - Charlie M. Jones - BLOCKFI / EMERGENT PROCEEDINGS (63320.21): HEARING: AIRFARE (AVAKKS); AMERICAN AIRLINES; 03/13/23 - 03/14/23; DAL-PHL; \$697.81 (PAID BY M/C 5696); CMJ	\$697.81
03/13/23	TRV	Richard Kanowitz - Travel Expense Hotel - Parking - Richard Kanowitz - Du Pont Hotel expense during Wilmington Blockfi court hearing.	\$45.00
03/13/23	TRV	Richard Kanowitz - Travel Expense Parking - Richard Kanowitz - Parking for Court Hearing.	\$12.00
03/13/23	TRV	Richard D. Anigian - Taxi - Richard D. Anigian - BLOCKFI / EMERGENT (63320.33): HEARING: RDA TRAVEL EXPENSES FROM DFW-PHL; GROUND/UBER; 03/13/23; 51.50 (PAID BY M/C 3251); RDA	\$51.50
03/13/23	TRV	Richard D. Anigian - Travel Expense Taxi - Richard D. Anigian - BLOCKFI / EMERGENT (63320.33): HEARING: RDA / CMJTRAVEL EXPENSES FROM DFW-PHL; GROUND/LYFT; 03/13/23; 65.35 (PAID BY M/C 3251); RDA	\$65.35
03/13/23	M&E	Richard Kanowitz - Meals and Entertainment Dinner - Richard Kanowitz - Blockfi Dinner for Court Hearing.	\$1,231.20

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Amount</u>
03/13/23	MLG	Lauren Sisson - Mileage - Lauren Sisson - Travel re: BlockFi - Omnibus Hearing - Motion to Dismiss Hearing in Wilmington, DE in Emergent Matter for BlockFi - From: 402 East State Street, Trenton, NJ 08608, USA To:: 42 W 11th St, Wilmington, DE 19801, USA	\$38.88
03/13/23	MLG	Lauren Sisson - Mileage - Lauren Sisson - Travel re: BlockFi - Omnibus Hearing - Motion to Dismiss Hearing in Wilmington, DE in Emergent Matter for Blockfi - From:: 7 Waldron Lane, Flemington, NJ 08822, USA To:: 402 East State Street, Trenton, NJ 08608, USA	\$15.23
03/13/23	TRV	Lauren Sisson - Parking - Lauren Sisson - Travel re: BlockFi - Omnibus Hearing - Parking receipt for Trenton Courthouse.	\$12.00
03/13/23	M&E	Lauren Sisson - Meals and Entertainment Dinner - Lauren Sisson - Travel re: BlockFi - Omnibus Hearing - Dinner receipt re: Motion to Dismiss Hearing in Wilmington, DE in Emergent Matter for BlockFi	\$12.65
03/13/23	M&E	Lauren Sisson - Lunch - Lauren Sisson - Travel re: BlockFi - Omnibus Hearing - lunch receipt re: Motion to Dismiss Hearing in Wilmington, DE in Emergent Matter for BlockFi	\$20.74
03/13/23	MLG	Lauren Sisson - Mileage - Lauren Sisson - Travel re: BlockFi - Omnibus Hearing - Motion to Dismiss Hearing in Wilmington, DE in Emergent Matter for Blockfi - From:: 42 W 11th St, Wilmington, DE 19801, USA To:: 7 Waldron Lane, Flemington, NJ 08822, USA	\$48.54
03/13/23	M&E	Jordan Chavez - Lunch - Jordan Chavez - Working lunch during trip to Wilmington, DE	\$15.51
03/14/23	M&E	Charles Jones - Meals and Entertainment Hotel - Breakfast - Charlie M. Jones - BLOCKFI / EMERGENT PROCEEDINGS (63320.21): HEARING: HOTEL/BREAKFAST: HOTEL DU PONT; LE CAVALIER; 03/14/23; \$99.00 (PAID BY M/C 5696); CMJ	\$99.00
03/14/23	TRV	Charles Jones - Taxi - Charlie M. Jones - BLOCKFI / EMERGENT PROCEEDINGS (63320.21): HEARING: GROUND/UBER: 03/14/23; \$58.50 (PAID BY M/C 5696); CMJ	\$58.50
03/14/23	HTL	Richard Kanowitz - Hotel Expense Lodging - Richard Kanowitz - Du Pont Hotel expense during Wilmington Blockfi court hearing.	\$591.80
03/14/23	OTH	CT Lien Solutions - Other Expense	\$77.31
03/14/23	TRV	Richard Kanowitz - Toll - Richard Kanowitz - E-ZPass expense for Court Hearing.	\$34.04
03/14/23	M&E	Richard D. Anigian - Meals and Entertainment Lunch - Richard D. Anigian - BLOCKFI / HEARINGS (63320.33): Lunch after hearing with Charlie Jones, Richard Kanowitz, Jordan Chavez, Lauren Sisson, Derek Abbott and Tori Remington; 03/14/23; CHELSEA TAVERN; WILMINGTON, DE; \$177.80 (PAID BY M/C 3251); RDA	\$177.80
03/14/23	HTL	Richard D. Anigian - Hotel Expense Lodging - Richard D. Anigian - BLOCKFI / EMERGENT (63320.33): HEARING: RDA TRAVEL EXPENSES FROM DFW-PHL; HOTEL/LODGING; HOTEL DU PONT; 03/13/23 - 03/14/23; 394.90 (PAID BY M/C 3251); RDA	\$394.90
03/14/23	TRV	Richard D. Anigian - Taxi - Richard D. Anigian - BLOCKFI / EMERGENT (63320.33): HEARING: RDA TRAVEL EXPENSES FROM DFW-PHL; GROUND/LYFT; 03/14/23; 45.28 (PAID BY M/C 3251); RDA	\$45.28

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Amount</u>
03/14/23	TTH	J&J Court Transcribers, Inc. - Transcripts and Tapes of Hearing	\$175.45
03/14/23	TRV	Lauren Sisson - Travel Expense Hotel - Parking - Lauren Sisson - Travel re: BlockFi - Omnibus Hearing	\$45.00
03/14/23	PSC	Pacer Service Center	\$0.70
03/14/23	HTL	Lauren Sisson - Hotel Expense Lodging - Lauren Sisson - Travel re: BlockFi - Omnibus Hearing	\$359.00
03/14/23	TRV	Richard Kanowitz - Travel Expense Car Rental/Fuel Only - Richard Kanowitz - Shell oil gas charge during Blockfi Court Hearing.	\$32.36
03/14/23	TRV	Lauren Sisson - Hotel - Other - Lauren Sisson - Travel re: BlockFi - Omnibus Hearing - Various taxes	\$35.90
03/14/23	TRV	Jordan Chavez - Travel Expense Taxi - Jordan Chavez - Uber ride from Wilmington, DE to Philadelphia Airport	\$70.20
03/14/23	TRV	Jordan Chavez - Internet - Jordan Chavez - Inflight internet on American Airlines	\$19.00
03/14/23	HTL	Jordan Chavez - Hotel Expense Lodging - Jordan Chavez - One night hotel stay in Wilmington, DE	\$394.90
03/14/23	TRV	Jordan Chavez - Parking - Jordan Chavez - Parking at Amarillo Airport	\$36.00
03/15/23	PSE	Kim & Chang - Professional Service Expense	\$215.00
03/15/23	WIRE	Kim & Chang - Wire Transfer Fee	\$25.00
03/15/23	PSC	Pacer Service Center	\$6.20
03/16/23	FEE	American Express - Filing Fee Expense Elective Dues - Kimberly Morzak - 2023 Dues for NJ Lawyers' Fund for Tom Zavala - LAWYERS REG 0000 TRENTON NJ	\$287.37
03/16/23	FEE	American Express - Filing Fee Expense Elective Dues - Kimberly Morzak - 2023 NJ Lawyers' Fund membership dues for Jordan Chavez - LAWYERS REG 0000 TRENTON NJ	\$287.37
03/17/23	M&E	Richard Kanowitz - Meals and Entertainment Lunch - Richard Kanowitz - Lunch with Jonathan Mayers, Blockfi	\$99.11
03/20/23	TRV	Richard D. Anigian - Travel Expense Airfare - Richard D. Anigian - BLOCKFI / EMERGENT (63320.33): HEARING: RDA TRAVEL EXPENSES FROM DFW-PHL; AIRFARE; AMERICAN AIRLINES (GYBSFC); 03/13/23 - 03/14/23; 697.81 (PAID BY M/C 3251); RDA	\$697.81
03/20/23	PSC	Pacer Service Center	\$3.50
03/21/23	TRV	Richard Kanowitz - Travel Expense Taxi - Richard Kanowitz - Uber Taxi	\$103.94

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Amount</u>
03/21/23	TRV	Richard D. Anigian - Travel Expense Airfare - Richard D. Anigian - BLOCKFI / EXPENSES (63320.33): DEPOSITIONS/TRAVEL: AIRFARE; AMERICAN AIRLINES; 03/21/23 - 03/23/23; \$457.80 (PAID BY M/C 3251); RDA	\$457.80
03/21/23	TRV	Richard D. Anigian - Taxi - Richard D. Anigian - BLOCKFI / EXPENSES (63320.33): DEPOSITIONS/TRAVEL: GROUND/LYFT; 03/21/23; \$29.29 (PAID BY M/C 3251); RDA	\$29.29
03/21/23	TRV	Richard D. Anigian - Travel Expense Taxi - Richard D. Anigian - BLOCKFI / EXPENSES (63320.33): DEPOSITIONS/TRAVEL: GROUND/UBER; 03/21/23; \$40.90 (PAID BY M/C 3251); RDA	\$40.90
03/21/23	TRV	Richard D. Anigian - Taxi - Richard D. Anigian - BLOCKFI / EXPENSES (63320.33): DEPOSITIONS/TRAVEL: GROUND/LYFT; 03/21/23; \$64.95 (PAID BY M/C 3251); RDA	\$64.95
03/21/23	PSC	Pacer Service Center	\$7.20
03/21/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$561.79
03/21/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$275.03
03/21/23	M&E	Richard Kanowitz - Meals and Entertainment Dinner - Richard Kanowitz - Blockfi Dinner with Client and BRG	\$2,355.79
03/22/23	PSE	Rouse & Co. International (Overseas) Limited - Professional Service Expense	\$42.00
03/22/23	WIRE	Rouse & Co. International (Overseas) Limited - Wire Transfer Fee	\$2.08
03/22/23	M&E	Richard D. Anigian - Meals and Entertainment Dinner - Richard D. Anigian Dinner with Richard Kanowitz - BLOCKFI / EXPENSES (63320.33): DEPOSITIONS/TRAVEL: MEALS/DINNER; 03/22/23; \$153.47 (PAID BY M/C 3251); RDA	\$153.47
03/22/23	PSE	Rouse & Co. International (Overseas) Limited - Professional Service Expense	\$42.00
03/22/23	WIRE	Rouse & Co. International (Overseas) Limited - Wire Transfer Fee	\$2.08
03/22/23	M&E	Richard D. Anigian - Meals and Entertainment Hotel - Breakfast - Richard D. Anigian - BLOCKFI / EXPENSES (63320.33): DEPOSITIONS/TRAVEL: HOTEL/MEALS: BREAKFAST; 03/22/23; \$15.02 (PAID BY M/C 3251); RDA	\$15.02
03/22/23	WIRE	Rouse & Co. International (Overseas) Limited - Wire Transfer Fee	\$2.08
03/22/23	TRV	Richard Kanowitz - Travel Expense Taxi - Richard Kanowitz - Uber Receipt (3-22-23)	\$92.90
03/22/23	PSE	Rouse & Co. International (Overseas) Limited - Professional Service Expense	\$42.00
03/23/23	HTL	Richard D. Anigian - Hotel Expense Lodging - Richard D. Anigian - BLOCKFI / EXPENSES (63320.33): DEPOSITIONS/TRAVEL: HOTEL/LODGING; MOXY HOTELS; 03/21/23 - 03/23/23; \$996.03 (PAID BY M/C 3251); RDA	\$996.03

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Amount</u>
03/23/23	FedEx	Federal Express Corporation - To: U S District Court Attn: Clerk Airbill#: 396124892270 Sender: Kim Morzak	\$20.94
03/23/23	OTH	NJ Lawyers' Fund - Other Expense - PRO HAC VICE FEES FOR AIMEE FURNESS	\$239.00
03/23/23	TRV	Richard D. Anigian - Taxi - Richard D. Anigian - BLOCKFI / EXPENSES (63320.33): DEPOSITIONS/TRAVEL: GROUND/LYFT; 03/23/23; \$68.67 (PAID BY M/C 3251); RDA	\$68.67
03/23/23	TRV	Richard D. Anigian - Taxi - Richard D. Anigian - BLOCKFI / EXPENSES (63320.33): DEPOSITIONS/TRAVEL: GROUND/TJ BERRY; 03/23/23; \$60.00 (PAID BY M/C 3251); RDA	\$60.00
03/23/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$200.33
03/23/23	LEX	US STATUTORY CODES - DOC ACCESS	\$25.58
03/23/23	LEX	US CASES - DOC ACCESS	\$51.17
03/23/23	OTH	U.S. District Court - District of New Jersey - Other Expense - PRO HAC VICE - AIMEE FURNESS	\$150.00
03/24/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$400.66
03/24/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$280.90
03/27/23	PSC	Pacer Service Center	\$10.30
03/28/23	FEE	American Express - Filing Fee Expense Elective Dues - Kimberly Morzak - Renewal of NJ Lawyers' Fund Dues for Frasher Murphy - LAWYERS REG 0000 TRENTON NJ	\$287.37
03/28/23	PSC	Pacer Service Center	\$3.80
03/28/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$364.57
03/28/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$200.33
03/28/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$280.90
03/28/23	FedEx	Federal Express Corporation - To: Holland and Knight LLP Attn: Keith Sambur Airbill#: 396324318846 Sender: Matt Ferris	\$19.17
03/29/23	LEX	US CASES - DOC ACCESS	\$25.58
03/29/23	TTH	J&J Court Transcribers, Inc. - Transcripts and Tapes of Hearing	\$314.60
03/29/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$801.31
03/29/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$372.35
03/29/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$2,247.16

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Amount</u>
03/30/23	FedEx	Federal Express Corporation - To: US District Court New Jersey Attn: Pro Hac Vice Admissions Airbill#: 396405526733 Sender: Kenneth Rusinko	\$19.78
03/30/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$561.79
03/30/23	PSC	Pacer Service Center	\$7.90
03/30/23	OTH	U.S. District Court - District of New Jersey - Other Expense - PRO HAC VICE ADMISSION FEE - MATTHEW T. FERRIS	\$150.00
03/30/23	OTH	New Jersey Lawyers' Fund - Other Expense - PRO HAC VICE ADMISSION ANNUAL FEE - MATTHEW T. FERRIS	\$239.00
Total Expenses			\$48,797.03

Expenses Summary

<u>Description</u>	<u>Amount</u>
Lexis	\$255.83
Meals and Entertainment	\$4,501.62
Hotel Expense	\$3,635.70
Travel Expense	\$4,164.22
Filing Fee Expense	\$16,586.85
Professional Service Expense	\$2,900.03
Wire Transfer Fee	\$59.98
Other Expense	\$942.42
Federal Express	\$83.10
Transcripts and Tapes of Hearing	\$490.05
On-line Legal Research	\$68.25
Mileage	\$102.65
Pacer Service Center	\$39.60
WestLaw	\$14,966.73
Total Expenses	\$48,797.03

Total Fees, Expenses and Charges **\$48,797.03**

Total Amount Due **USD \$48,797.03**